



MAYOR AND COUNCIL AGENDA

NO. 5

DEPT.: Community Planning and Development Services
STAFF CONTACT: Cas Chasten, Planner III

DATE PREPARED: 4/22/05
FOR MEETING OF: 4/25/05

SUBJECT: Adoption of resolution to allow development of the property located at 196 East Montgomery Avenue for residential and retail land use in lieu of the office and retail land uses approved under Preliminary Development Plan PDP1994-0001E.
Applicant: Rockville Renaissance West, LLC

RECOMMENDATION: Adopt the resolution with the conditions contained in Attachment 1 (Circle Page 1).

DISCUSSION:

This case has been discussed at several Mayor and Council meetings, over the last several months. The application was considered by the Mayor and Council at a public hearing on November 1, 2004, followed by meetings on December 6, 2004, December 13, 2004, March 7, 2005, March 21, 2005, and April 11, 2005.

After the initial public hearing of the application on November 1, 2004 by the Mayor and Council, the referenced meetings which followed, were held to discuss an array of concerns raised both by the Mayor and Council, as well as the Planning Commission, who initially reviewed the request on October 27, 2004. Over the course of the past several months, the applicant has worked closely with staff to address concerns which have been raised by the Mayor and Council. As a result, the development proposal has been modified several times, in order to address specific concerns which have been raised by the Mayor and Council.

At the March 21, 2005 meeting, the Mayor and Council continued its discussion of the project proposal, by receiving a presentation from the applicant addressing concerns about the massing and heights of the proposed development. The applicant presented a scaled model of the proposed site development, denoting several options on the potential massing and height of the project, in order to help facilitate the discussion.

On April 11, 2005, the Mayor and Council continued its discussion of the request, to allow the applicant an opportunity to address issues the Mayor and Council raised at its March 21, 2005 meeting, by presenting additional options regarding the massing and height of the development project.

Modified designs of the proposed buildings were presented by staff and the applicant, who noted how the concerns as raised by the Mayor and Council had been addressed. Under the amended proposal, the upper levels of the buildings at the 85-foot level have been setback 30 feet from the exterior face of all building walls. By setting back the upper levels of the proposed buildings' 30 feet from the exterior building walls, the applicant achieved the "wedding cake" design that the Mayor and Council suggested in its previous discussions with the applicant.

Also, under the amended proposal, the building that would be constructed on Parcel 2-J (West of Renaissance Street) would have a maximum height of 154 feet and the building constructed on Parcel 2-K (East of Renaissance Street) would have a maximum height of 185 feet. Both buildings would have a maximum height of 85 feet along each street frontage, with a minimum 30 foot setback from the exterior face of the building. At the 85 foot level the upper floors would extend to the noted maximum building heights.

After considering all of the information provided respective members of the the Mayor and Council discussed the merits of the amended proposal as well as continuing concerns of certain aspects of the application. While the redesign of the buildings overall height and massing were cited as positives, some members still expressed some concerns with the project.

The Mayor and Council concluded its review and discussion, asking that the applicant consider the referenced concerns and instructed staff to draft a resolution so that the Mayor and Council could consider adoption at an upcoming meeting.

Thus the purpose of the April 25, 2005 meeting is to allow the Mayor and Council to review and adopt the Resolution, approving Preliminary Development Plan Amendments PDP1994-0001E, subject to the conditions as contained therein (See Attachment 1 (Circle Page 1).

Modifications to the earlier draft resolution from the April 25 Mayor and Council meeting include:

1. Format follows the Twinbrook PDP Resolution format with an expanded statement of findings and List of Exhibits.
2. Added Exhibit 6 Streetscape Design Guidelines, Key Urban Elements Map & Storefront Guidelines. Addresses a specific request of Mayor and Council for design guidelines for streetscape and storefronts.
3. Parking Coordinator (Section 5, Parking) Parking Coordinator will start three (3) months before start of construction rather than one (1) month before.
4. Traffic Mitigation (Section 7(f)). The total amount of contribution has increased from \$416,804 for Parcel 2-J and Parcel 2-K to \$509,249, which includes a \$150,000 contribution to construction of Maryland Avenue Extended. Other funds include \$120,000 for transportation improvements in the Town Center Planning Area, \$94,249 for pedestrian improvements at MD28/Great Falls, \$40,000 for transportation improvements in the Stonestreet/Park Road area, \$80,000 for traffic calming in the neighborhoods, and \$25,000 for transportation planning and studies in the Town Center area.

These two lots will also contribute TDM funds based on 2005 rates.

5. Construction Commencement Delayed (Section 9). Applicant has agreed that excavation on Parcel 2-J or Parcel 2-K shall not commence earlier than July 1, 2006.

In addition to the above changes, staff is working with the applicant on a few other issues. These issues include; contribution to park enhancements; marketing MPDU's to seniors and height of the building on Monroe Street. Information about sidewalk widths on the west side of Maryland and the east side of Monroe will also be available at the mayor and Council meeting.

PREPARED BY:

Castor D. Chasten

Castor D. Chasten, Planner III

APPROVED BY:

Deane Melfander

Deane Melfander, Acting Chief of Planning

DATE

APPROVED BY:

Arthur D. Chambers

Arthur D. Chambers, AICP, Director

DATE

APPROVED BY:

Scott Ullery

Scott Ullery, City Manager

DATE

LIST OF ATTACHMENTS:

1. Resolution (Circle Page 1)

Resolution No. ____

RESOLUTION:

To approve, with conditions,
Amendment to Preliminary
Development Plan
Application No. PDP1994-
00001E, Rockville
Renaissance West, Applicant

WHEREAS, at its meeting of April 27, 1994, the City of Rockville Planning Commission approved Preliminary Development Plan PDP94-001 in accordance with the Town Center Planning Area Optional Method of Development set forth in Sections 25-682 and 25-683 of the Zoning and Planning Ordinance, Rockville Center, Inc., original Applicant, to redevelop the former Rockville Mall to a phased, multiple building, mixed use development on five (5) record lots (commonly referred to as Lots 1 through 5 and legally subdivided as Parcels 2-F, 2-K, 2-J, 2-H, and 2-G, Rockville Town Center Subdivision) located at the southwest corner of Rockville Pike and East Middle Lane intersection with 1,274,625 square feet of office space, 148,997 square feet of retail space, and 117 residential dwelling units, together with a parking code waiver for non-residential uses, subject to i) certain conditions as more fully set forth in the approval letter, and ii) the Preliminary Development Plan exhibits prepared by Rockville Center, Inc. dated January 26, 1994 as revised April 19, 1994, copies of which are attached as **Exhibits 3 and 4**, respectively;

WHEREAS, amendments to the Preliminary Development Plan, PDP1994-0001A through D were approved by the Planning Commission from time to time, subject to certain conditions as more fully set forth in the applicable approval letters, at its meetings of April 27, 1994, June 19, 1996, July 22, 1998, August 2, 2000, and September 4, 2002, copies of which are attached as **Exhibit 3**; and

WHEREAS, the current approved Preliminary Development Plan as so amended provides for a phased, multiple building, mixed use development approved for 1,263,321 square-feet of office, 137,241 square feet of retail, a 67,370 square foot movie theatre, and 117 dwelling units, pursuant to which Use Permit 1996-0565, as amended, was approved by the Planning Commission and the development thereunder completed for a 67,370 square foot movie theatre, 19,306 square feet of retail, and 25,700 square feet of office on Parcel 2-G Lot 5 (now 25, 844 sf of office pursuant to subsequent modifications administratively approved which converted retail to office use) and for a temporary parking lot on Parcel 2-J Lot 3 and 2-K Lot 2; and

WHEREAS, Rockville Renaissance West, owner of Parcel 2-J Lot 3, an affiliate of The John Akridge Company, 601 13th Street, NW, Washington, DC, with the subsequent consent of Tower 2 Associates, Inc. – owner of Parcel 2-K Lot 2 (collectively “Applicant”), and after written notice to the third party owners of the other lots comprising the Preliminary Development Plan PDP1994-0001, specifically, Eldridge, Inc. - owner of Parcel 2-F Lot 1, Pavilion Partners, Inc. - owner of Parcel 2-G Lot 5, and Lodging Partners, LLC. - owner of Parcel 2-H Lot 4, filed an Amendment to Preliminary Development Plan Application PDP1994-00001 (“PDP1994-001E” or “Amendment Application”), requesting approval of an amendment to change certain approved office uses on Applicant’s property, Parcel 2-J Lot 3 and Parcel 2-K Lot 2, to residential with an alternative for office use, and the option of hotel use within the Preliminary Development Plan area in accordance with the Town Center Planning Area Optional Method of Development set forth in Sections 25-682 and 25-683 of the Zoning and Planning Ordinance;

WHEREAS, the Amendment Application, as modified, requests approval of i) with respect to Parcel 2-J Lot 3: 235 dwelling units, 23,000 square feet of retail/commercial space and associated parking, and ii) with respect to Parcel 2-K Lot 2: 265 dwelling units, 17,000 square feet of retail/commercial space and associated parking OR in the alternative, 200,000 square feet of office space, 17,000 square feet of retail/commercial space and associated parking, and iii) heights ranging from 85 feet to 154 feet above the East Montgomery Avenue sidewalk elevation on Parcel 2-J Lot 3 and 85 feet to 185 feet above the East Montgomery Avenue sidewalk elevation on Parcel 2-K Lot 2; and

WHEREAS, the Amendment Application proposes no other changes to the approved Preliminary Development Plan as the Applicant holds no interest in Parcel 2-F Lot 1, Parcel H Lot 4 and Parcel 2-G Lot 5, and seeks to modify the uses, heights, massing and density solely on its property, Parcel 2-K Lot 2 and Parcel 2-J Lot 3; and

WHEREAS, pursuant to Section 25-682 of the Zoning and Planning Ordinance, the Planning Commission and the Mayor and Council held a joint worksession on September 20, 2004, to review the proposed Amendment Application; and

WHEREAS, pursuant to Section 25-682 of the Zoning and Planning Ordinance, the Planning Commission, at its meeting of October 27, 2004, reviewed the subject Amendment Application and recommended the Mayor and Council not approve the Amendment Application without further modification to the Amendment Application as set forth in a letter dated November 1, 2004, and

WHEREAS, the Applicant made further modification to the Amendment Application as requested by the Planning Commission;

WHEREAS, pursuant to Section 25-682 of the Zoning and Planning Ordinance, the Mayor and Council gave notice that a public hearing on said Amendment Application would be held by the Mayor and Council of Rockville in the Council Chambers at Rockville City Hall on November 1, 2004, at 7:00 p.m. or as soon thereafter as it may be heard, at which parties in interest and citizens would have an opportunity to be heard; and

WHEREAS, on November 1, 2004, the said Amendment Application came on for hearing at the time and place indicated in said notice; and

WHEREAS, this matter having been fully considered by the Mayor and Council, the Mayor and Council having found and determined that approval of the Amendment Application, as modified, would promote the health, safety and general welfare of the citizens of Rockville, and the Mayor and Council having made the further findings set forth herein, pursuant to Section 25-683 of the Zoning and Planning Ordinance, based upon Preliminary Development Plan PDP1994-00001, as amended by PDP1994-001A through E, the Staff Report dated October 21, 2004, the Planning Commission Recommendation dated November 1, 2004, the public hearing of November 1, 2004, the supplemental staff reports dated December 8, 2004, February 22, 2005, March 16, 2005 and April 4, 2005, as well as the remaining matters contained in the record;

WHEREAS, the Mayor and Council, find and determine, pursuant to Section 25-683 and Article XIII (Town Center Planning Area) referenced therein of the Zoning and Planning Ordinance, in consideration of the proposed development and Amendment Application, as amended, subject to the conditions, limitations, additions, and modifications set forth herein, as follows:

1. The Amendment Application is in substantial accordance with the intent and purpose of the Plan and Article XIII of the Zoning and Planning Ordinance and is compatible with adjacent existing and permitted uses and developments. The proposed development is consistent with the intent of Article XIII as set forth in Section 25-671 of the Zoning and Planning Ordinance.

2. The Amendment Application provides for traffic impact mitigation, open space, pedestrian circulation and environmental amenities.

a) Traffic mitigation is fulfilled through a combination of cash contributions for Town Center Planning Area traffic capacity improvements and neighborhood traffic calming programs as set forth in the conditions, contributions to specific off-site traffic, pedestrian and bikeway improvement projects as set forth in the conditions, the construction of Renaissance Street, the payment of the Montgomery County Development Impact Tax, the Transportation Demand Management annual contribution, and on-site and off-site traffic and pedestrian improvements constructed earlier pursuant to the conditions of the original 1994 Preliminary Development Plan approval.

b) The Amendment Application expands the original open space, pedestrian circulation, and environmental amenities concept of the linked and architecturally enhanced gathering spaces approved in the original 1994 Preliminary Development Plan by adding Renaissance Street and the widened sidewalks of East Montgomery Avenue, Maryland Avenue, and Monroe Street to the PDP's original set of gathering spaces suitable for street festivals, farmers markets, concerts, parade routes, and other special community-building events (which included the East Montgomery Avenue paved roadway, Courthouse Square Park, the Grand Staircase to the Metro at Monroe Street, the

Metro Plaza Promenade pedestrian link to the Metro station located between 51 Monroe Street and Parcel 2-F Lot 1 and Maryland Avenue). The wide sidewalks and pedestrian peninsulas at the street corners provide areas for public gathering, outdoor dining, and landscaped amenity areas. Renaissance Street at East Montgomery Avenue terminates with a vista centered on the Regal movie theatre marquee and the wide and deep pedestrian peninsulas on either side of Renaissance Street provide a combined pedestrian/amenity area of approximately 5000 square feet at a key pedestrian intersection. Residential amenity area atop the parking garage will create an opportunity for private open space.

c) The Amendment Application reinforces the street grid in Town Center providing opportunities to create gateway corners and multiple pedestrian paths. The organization of uses will accommodate street closings along East Montgomery Avenue for City events. Pedestrian circulation is enhanced on-site by a well-established pedestrian system which will link to adjacent existing and planned developments. Patrons would exit the parking facility at the same point of vehicular entrance for clear orientation.

d) The Amendment Application will comply with the City's stormwater management and sediment control regulations.

e) Off-site Afforestation has been completed for the site.

f) The proposed development places residential density in accordance with Smart Growth principles in the closest proximity to where mass transit, jobs, services, and public infrastructure already exist.

3. The Amendment Application provides for dimensions, grade and orientation compatible with the location and height of existing and proposed development in the Town Center Planning Area. The existing site conditions and the surrounding approved developments were considered in the location and height of the buildings. The building massing is sensitive to the approved residential development north of Middle Lane. All street wall base building facades are 85 feet in height with the corners of each building limited to 75 feet, which is compatible with the planned 70 to 85 feet heights of the residential buildings in closest proximity to the north. A setback of 30 feet from the street wall base building façade is provided for stories above 85 feet. The greater heights are located nearer Maryland Avenue and Monroe Street to enhance the Renaissance Street pedestrian experience and oriented in a north-south direction which will reduce shadow impact area. The greatest height is located to the east side of Parcel 2-K Lot 2 away from approved residential uses and surrounded by commercial uses on the north, east and south including the existing office and government buildings which range in height from 130 feet to 250 feet, and in closer proximity to Rockville Pike. The Amendment Application reduces the heights for the uppermost story of each building by 65 feet on Lot 2 and 75 feet on Parcel 2-J Lot 3 below the heights of the uppermost story of the currently approved Preliminary Development Plan and reduces the street wall base building by 127 feet on Parcel 2-J Lot 3 and 142 feet on Lot 2 below the currently approved street wall base building heights.

4. The Amendment Application does not violate any provision of the Zoning and Planning Ordinance or other applicable law.

5. The Amendment Application does not violate or adversely affect the Plan. The Amendment Application is in substantial accordance with the 2001 Rockville Town Center Master Plan. The proposed development generally implements many of the recommendations of the Town Center Master Plan. The proposed development provides the critical L-shaped pedestrian spine of continuous street level retail and pedestrian activity set forth in the Master Plan along East Montgomery Avenue and Maryland Avenue linking the Metro and movie theatre anchored “entertainment district” on the south with the Town Plaza and the Library to the north, provides necessary substantial residential density near the Metro station and adjacent to Town Square to support the viability of the desirable retail development in the Town Center Planning Area, and adds significant retail commercial street level uses on-site for the project’s own residents, Rockville citizens, and visitors, all of which are consistent with the intent of the Master Plan.

6. The Amendment Application will not overburden existing public services, including but not limited to water, sanitary sewer, public roads, schools, storm drainage, public safety, and other public improvements. The proposed development is served by adequate water and sewer service and storm drain capacity. Under the Amendment Application there is a reduction in the gross floor area and density, an approximate 58% - 65% reduction in trip generation for the proposed uses, and a positive effect on the orientation of the trips generated on area intersections as compared to the existing approved Preliminary Development Plan. Based on the Montgomery County AGP School Test for FY 2005 all school clusters have been determined to be adequate and no area is in moratorium for residential development and no area will be subject to the

School Facilities Payment which is triggered when high schools are over 100% capacity. The development will pay School Impact Tax as required by Montgomery County.

7. The Amendment Application will not affect adversely the health or safety of persons residing or working in the subdivision or neighborhood. There is no evidence that health or safety will be adversely affected. The Amendment Application provides for improved sidewalks and on-site structured parking consistent with the Town Center guidelines.

8. The Amendment Application will not be detrimental to the public welfare or injurious to property or improvements in the neighborhood. The Amendment Application results in a reduction in heights, massing, traffic, and density and a change in use from that of the project previously approved.

9. The Amendment Application will not be unsuitable for the type of development, the use contemplated and available public utilities and services. The proposed development is consistent with the recommendations of the Town Center Master Plan. Utilities and services are adequate and suitable to serve the proposed development.

10. The Amendment Application will not unreasonably disturb existing topography, in order to minimize stormwater runoff and to conserve the vegetation cover and soil. Virtually the entire site is currently covered by buildings or other impervious surfaces. There will be no significant change to the topography of the site resulting from the proposed development.¹

¹ The above findings are those findings required by Sections 25-683 of the Zoning and Planning Ordinance which requires the Mayor and Council in conjunction with its consideration of the Preliminary Development Plan to make the preliminary plan findings required by Section 25-727(e) of Article XV, "Subdivision Regulations." These findings were made at the time of the original 1994 Preliminary

WHEREAS, the Mayor and Council having found and determined that the proposed development and Amendment Application, as amended, subject to the condition, limitations, additions and modifications set forth herein, is consistent with the intent and purpose of the Optional Method of Development provisions set forth in the Zoning and Planning Ordinance, and satisfies the development standards of the Town Center Planning Area Optional Method of Development, as more specifically set forth below:

1. *The site must be a minimum of two acres.* The gross tract area for purposes of calculating FAR including all dedicated rights of ways and easements is 8.82 acres.

2. *The applicant must submit a traffic study in conformance with the Standard Traffic Methodology or its successor and provide mitigation of traffic impacts acceptable to Mayor and Council.* A traffic impact study prepared by Barton-Aschman Associates dated January 1994 as amended April 1994 was submitted and transportation demand management and mitigation approved in conjunction with the approval of the 1994 Preliminary Development Plan application under the Standard Traffic Methodology (predecessor to the Comprehensive Transportation Review Methodology). The Amendment Application was filed before the adoption of the Comprehensive Transportation Review Methodology. The Applicant submitted updated Traffic Statements in connection with the Amendment Application and modifications thereof that indicated that the changes proposed in the Amendment Application for changes in use and density would result in the following reduction in trips in both the am and pm peak hours from that generated by the existing Preliminary Development Plan approval: a) for

Development Plan and record plat approvals by the Planning Commission. Record Plats have been recorded for the five lots, and the Monroe Street and Maryland Avenue right of ways.

residential development on Parcel 2-J Lot 3 and Parcel 2-K Lot 2, the AM peak hour trips will be reduced by approximately 61% and the PM peak hour trips will be reduced by approximately 65%; and b) for the alternative smaller office development on Parcel 2-K Lot 2, the AM and PM peak hour trips will be reduced by approximately 58%. In addition to the reduction in trips due to change in use and reductions in density, the Amendment Application provides a traffic mitigation program of contributions for traffic capacity improvements, traffic calming, pedestrian and bike safety, and planning in the Town Center area and for surrounding neighborhoods.

3. Development is subject to an urban design review process.

a) The proposed development on Parcel 2-J and Parcel 2-K has been reviewed in the context of urban design principles. Emphasis was placed on the scale and orientation of the storefront and street wall base building façade. The approved building massing of the Amendment Application creates varying heights along each street frontage with the greatest heights to the eastern and western edge of the two lots oriented along a north-south axis. A varying skyline is achieved through mid and high-rise elements.

Renaissance Street terminates with a vista centered on the Regal movie theatre marquee.

b) The Amendment Application generally complies with the Master Plan Design Guidelines for Rockville Town Center Planning Area which recommends that developments i) celebrate Maryland Avenue, ii) bring the buildings up to the street edge and place parking behind buildings, iii) encourage high quality materials, iv) incorporate open space in private building plans, v) create streetscapes and public spaces comfortable to pedestrians, and vi) utilize traditional storefront design. The approved Land Use and Massing Plan for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 attached as **Exhibit**

1 which is a part of the Preliminary Development Plan provides for a street wall building façade of 85 feet with a building setback of 30 feet at the 85 foot level and is deemed to satisfy the goals and purposes of the height and setback guidelines of the Rockville Town Center Master Plan Design Guideline Recommendations (BSM-3).

c) At use permit stage, the proposed development on Parcel 2-J Lot 3 and Parcel 2-K Lot 2 will generally comply with the Rockville Town Center Design Guidelines Streetscape Element adopted August 4, 2004 by the Mayor and Council for the Town Square Urban Overlay District and with the Rockville Town Square Storefront Guidelines approved by the City November 30, 2004, excepting those provisions solely applicable to the Town Square Design District. The proposed development will also generally comply with a Key Urban Elements Plan for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 developed by the Applicant that identifies the primary gateway corners of the buildings, gateways and pedestrian ways.

4. *Developments shall be planned in relation to one another that no building shall cast a shadow on an existing or approved residential structure between 10:00 a.m. and 2:00 p.m. on December 21.* At the time the original Preliminary Development Plan was approved, there was no residential development existing or approved on the adjoining property to the north. The boundary of the shadow impact area set forth in the shadow study submitted in 1994 for the buildings approved under the initial Preliminary Development Plan fell on parking lots or commercial buildings. Subsequent to the approval of the original 1994 Preliminary Development Plan, a residential development was approved to the north with full knowledge of the shadow impact area under the existing approved Preliminary Development Plan. The shadow study submitted by the

Applicant indicates that any shadow falling on the proposed buildings north of Middle Lane between 10:00 a.m. and 2:00 p.m. on Dec 21 will be no worse than the approved condition. With the reduction in approved heights of the buildings from a maximum of 235 feet over the 448' elevation to a maximum height of 154' on Parcel 2-J Lot 3 and 185' on Parcel 2-K Lot 2 over the East Montgomery Avenue sidewalk elevation, the allowable shadow impact area will be reduced by the proposed amendment to the Preliminary Development Plan.

5. There must be a mix of uses, including residential, office and commercial.

The existing approved Preliminary Development Plan includes a mix of office, residential, and retail/commercial uses. The Amendment Application adds up to 500 dwelling units in lieu of 849,125 square feet of office space and more evenly balances the office and residential components of the Preliminary Development Plan. The additional residential uses will support the goals of the Master Plan for a mix of uses in the Town Center Planning Area.

6. Pedestrian ways must link the site with adjoining properties and the Metro station. The existing and proposed sidewalks will provide links both to the other commercial and residential areas as well as to the Metro station. The East Montgomery Avenue sidewalk and the Maryland Avenue sidewalk with street level retail is consistent with and will complete the critical L-shaped pedestrian "Main Street" linking the Metro station and Town Square as set forth in the Master Plan.

7. Building heights may be allowed up to a maximum of 235 feet in the TCM-2 Zone. The Amendment Application will reduce the height of the Parcel 2-J Lot 3 building from a maximum of 212 feet as measured from the 448-foot elevation to 154

feet above the East Montgomery Avenue sidewalk elevation, and the height on Parcel 2-K Lot 2 building from 235 feet as measured from the 448-foot elevation to 185 feet above the East Montgomery Avenue sidewalk elevation. These heights are within the maximum height limits allowed under the optional method for the TCM-2 zone and the Planning and Zoning Ordinance.

8. *Where the development includes the provision of easements for public streets or pedestrian ways, the area of the rights of way or easement may be used to calculate the FAR.* These areas are included in the calculations.

9. *The commercial FAR as calculated on the gross tract area shall not exceed 6.0 FAR.* The commercial FAR does not exceed 6.0 (residential density is not included in the calculation of FAR pursuant to the Zoning and Planning Ordinance in the TCM-2 zone). The Amendment Application proposes to reduce the commercial FAR to less than 4.0 FAR.

10. *Developments must comply with the applicable parking requirements set forth in Section 25-693 of the Zoning and Planning Ordinance.* The Applicant will provide private parking in accordance with these requirements in connection with use permit approvals.

11. *Except for temporary parking lots, all off-street parking and loading spaces must be located underground or in a building.* The Amendment Application provides for all parking and loading facilities, except for temporary parking lots, to be provided underground and within the buildings.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF ROCKVILLE, MARYLAND, that Preliminary Development Plan Amendment

Application PDP1994-00001E, as amended, be and the same is hereby approved, in accordance with the terms, conditions and limitations set forth herein.

1. All conditions of approved Preliminary Development Plan 1994-001 and Amendments PDP1994-001A-D, as set forth in the approval letters for the Planning Commission meetings of April 27, 1994, June 19, 1996, July 22, 1998, August 2, 2000, and September 4, 2002 (collectively the “Prior PDP Approvals”), shall remain in effect except as specifically modified by this Amendment to Preliminary Development Plan Application PDP1994-00001E, and the conditions hereinafter set forth.

For the purposes of this Resolution, the Approved Preliminary Development Plan (also referred to as the “PDP” or the “Preliminary Development Plan”) shall mean this Resolution and all Exhibits to this Resolution listed below and attached hereto, including notations, references, descriptions and writings on the Exhibits.

- | | |
|-----------|---|
| Exhibit 1 | Amended Preliminary Development Plan Land Use and Massing Plan for Parcel 2-J and Parcel 2-K dated April 21, 2005 |
| Exhibit 2 | Site and Sidewalk Plan for Parcel 2-J and Parcel 2-K with illustrative street level floor plan dated April 19, 2005 |
| Exhibit 3 | Prior PDP Approvals |
| Exhibit 4 | The Preliminary Development Plan exhibits prepared by Rockville Center, Inc. dated January 26, 1994 as revised April 19, 1994 |
| Exhibit 5 | Street and sidewalk sections for Renaissance Street, Maryland Avenue, Monroe Street and East Montgomery Avenue dated April 19, 2005 |
| Exhibit 6 | Design Guidelines 6(a), 6(b) and 6(c) |

(a) Streetscape Element Design Guidelines

(b) Key Urban Elements Map

(c) Storefront Design Guidelines

2. LAND USES AND DENSITIES.

A. Land Use Plan. Exhibit 1 is the approved Land Use and Massing Plan for Parcel 2-J Lot 3 and Parcel 2-K Lot 2.

B. Total Land Uses and Densities. The Amended Preliminary Development Plan Allowable Uses and Densities approved are:

Use	Prior PDP	Amended PDP
Theatre	67,370 gsf	67,370 gsf
Retail/Commercial	137,241 gsf	107,266 gsf
Residential	117 du	617 du
Office	1,263,321 gsf	419,961 gsf

OR Alternatively, Allowable Uses and Densities if Parcel 2-K Lot 2 is primarily office:

Use	Prior PDP	Amended PDP
Theatre	67,370 gsf	67,370 gsf
Retail/Commercial	137,241 gsf	107,266 gsf
Residential	117 du	352 du
Office	1,263,321 gsf	619,961 gsf

C. LAND USES AND DENSITIES BY BLOCK.

The Amended Allowable Uses and densities by block are:

Block	Land Uses	Prior Approved Gross Floor Area	Approved Gross Floor Area/DU
1	Office	394,261 SF	394,261 SF
2-F	Retail / Restaurant	36,700 SF	36,700 SF
	Subtotal	430,961 SF	430,961 SF
2	Office	480,375 SF	200,000 SF
2-K	Residential		or 265 DU**
	Retail (Restaurant)	32,025 SF	17,000 SF
	Subtotal	507,900 SF	265 DU/17,000 SF
			or 217,000 SF

3	Office	362,875 SF	
2-J	Residential		235 DU**
	Retail/ Restaurant	36,750 SF	23,000 SF
	Subtotal	405,325 SF	235 DU/23,000 SF
4	Residential	117 DU (min)	117 DU (min)
2-H	Retail	11,260 SF	11,260 SF
	Subtotal	117 DU/ 11,260 SF	117 DU/ 11,260 SF
5	Retail /Restaurant	19,306 SF	19,306 SF
2-G	Office	25,700 SF	25,700 SF ***
	Theatre	67,370 SF	67,370 SF
	Subtotal	112,376 SF	112,376 SF
Total	Office	1,263,321 SF	419,961 SF/ or 619,961 SF Lot 2 is Office
1-5	Retail	137,241 SF	107,266 SF
	Theatre	67,370 SF	67,370 SF
	Residential	117 DU	617 DU
	Hotel *		

** Total aggregate number of approved DU for Parcel 2-K Lot 2 and Parcel 2-J Lot 3 is 500 DU. Units can be shifted between Parcel 2-J Lot 3 and Parcel 2-K Lot 2 so long as the total number does not exceed the total aggregate number of DU approved for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 and can be constructed within approved heights.

***By City administrative approval, retail space was converted to office on Parcel 2-G Lot 5 resulting in the total allowable PDP office square footage on Parcel 2-G Lot 5 of 25,844 square feet. The permitted use for such converted space under the PDP is either office or retail without further amendment of the PDP.

* A Hotel is an allowable use in addition to the other allowable uses on any of the Preliminary Development Plan lots. The PDP retains additional traffic capacity over and above the other allowable uses for a Hotel use within the Preliminary Development Plan area of: 100 am peak hour trips and 100 pm peak hour trips.

D. ADDITIONAL PROVISIONS: LAND USES AND DENSITIES.

The PDP Land Use and Massing Plan for Parcel 2-J and Parcel 2-K shall contain notes:

i) that a Hotel is an allowable use in combination with the other allowable uses on any of the Preliminary Development Plan lots. The Preliminary Development Plan retains additional traffic capacity over and above the other allowable uses for a Hotel

within the Preliminary Development Plan of: 100 am peak hour trips and 100 pm peak hour trips; and

ii) that dwelling units can be shifted between Parcel 2-J Lot 3 and Parcel 2-K Lot 2 so long as the total number does not exceed the total aggregate number of allowable units for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 and such shifted units can be constructed within the maximum heights and massing; and

iii) that Parcel 2-K Lot 2 is approved with alternative uses: 265 dwelling units and 17,000 gsf retail/commercial OR 200,000 gsf office and 17,000 gsf retail/commercial.

The note on the 1994 original Preliminary Development Plan approval regarding the right to shift up to 15% of the FAR between lots remains in effect but such density must be built within the approved heights.

E. The minimum amount of retail space created must be no less than set forth above and efforts should be made to increase the amount of street level retail/restaurant/commercial floor space on all sides of the building where possible.

F. The ground level corner floor space on Parcel 2-J and Parcel 2-K shall include retail/commercial space.

G. At use permit stage, the Planning Commission may approve an Applicant proposed deviation from the Preliminary Development Plan to i) change the mix of unit types, and/or ii) recalculate the required parking based on the final units, uses and densities, without further amendment of the Preliminary Development Plan.

3. HEIGHTS AND MASSING.

The heights and massing for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 shall be as set forth on the Preliminary Development Plan Land Use and Massing Plan for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 attached as **Exhibit 1**. Sunrooms and porch roofs/awnings attached to the first level of the upper dwelling units can be located within the thirty (30) foot setback so long as the setback is not reduced to less than fifteen (15) feet.

Customary structures appropriate for residential amenity space (pool, cabanas, restroom facilities, and the like) may be constructed on the Amenity level at the 85 foot elevation located on the top of the base building without regard to the setbacks, provided such structures are not more than a single story.

4. URBAN DESIGN.

At use permit stage, building elevation drawings will be provided to the Mayor and Council for courtesy review. The buildings on Parcel 2-K Lot 2 and Parcel 2-J Lot 3 shall focus at street level on richness of detail, color and individual tenant identity to add vitality to the pedestrian experience on all building sides. The building massing shall be utilized to convey the impression of a collection of buildings built over time rather than a single unified building, through richly varied yet coherent urban design and architectural fenestration incorporating varying window sizes and types, gateway corner elements, changes in materials and/or colors, and vertical and horizontal lines in the building facades. The architecture, building materials, lighting and signage should complement and respect buildings, streets and features of existing and planned development in Town Center. The architecture shall include signature elements to establish a clear identity for Lots 2 and 3 and create a special place within Town Center.

Developments on Parcel 2-J Lot 3 and Parcel 2-K Lot 2 shall generally comply with the Design Guidelines for Streetscape Elements, Key Urban Elements, and Retail Storefronts attached as Exhibit 6. The Preliminary Development Plan Land Use and Massing Plan for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 shall control for building heights and setbacks in lieu of the Rockville Town Center Master Plan Design Guidelines.

5. PARKING.

At use permit stage for Parcel 2-J and Parcel 2-K, Applicant shall provide a parking plan that clearly denotes: a) the total number of required parking spaces at different times of day for the current uses within the area of the Preliminary Development Plan being displaced by the planned site development; b) the total number of permanent replacement Preliminary Development Plan parking spaces being provided; c) the location and operation of those parking spaces which will be provided during the construction of the planned site development; d) the layout of the surface parking lot remaining open during construction, if any, and all access points, new or existing; and e) the layout of the surface parking lot remaining after development is complete, if any, and all access points, new or existing. Applicant will work with other business owners within the area covered by the Preliminary Development Plan to minimize the impacts of the relocation and change in operation of the parking during project construction.

During development on both Parcel 2-K Lot 2 and Parcel 2-J Lot 3, Applicant shall provide or fund a Parking Coordinator (annualized contribution of \$25,000 provided monthly for the applicable period) to coordinate parking relocation, signage, education, marketing, and PDP tenant and PDP patron relations during the construction, commencing three months before the start of construction and ending one month after

newly constructed PDP parking is open to the public. The City and Applicant shall work together to open new structured parking facilities to the public as early as possible.

The permanent replacement of existing surface parking spaces displaced by development on Parcel 2-J Lot 3 and Parcel 2-K Lot 2 shall be incorporated into the structured parking facilities constructed on the lots.

Excavation on Parcel 2-J Lot 3 or Parcel 2-K Lot 2 shall not commence earlier than July 1, 2006.

6. SIDEWALKS/ STREETS

Proposed sidewalks abutting Parcel 2-J Lot 3 and Parcel 2-K Lot 2 will be constructed equal to twenty (20) feet on East Montgomery Avenue, twenty (20) feet on Maryland Avenue, twenty (20) feet on Monroe Street, fifteen (15) feet on Middle Lane, twenty (20) feet on the west side of Renaissance Street, and fifteen (15) feet on the east side of Renaissance Street. The seven (7) foot parallel parking lane on the east side of Renaissance Street may be utilized to expand the pedestrian passage/amenity space along that sidewalk at different times with the requisite permits and approval of the City.

The street cross-sections for the proposed development shall be generally in accord with the street cross-sections set forth in attached Exhibit 5, provided that minor deviations proposed by the Applicant may be approved by the Planning Commission as part of the use permit process without further amendment to the PDP to accommodate outdoor seating and other amenities or for changes in sidewalk ownership or the grant of rights to use a public right of way. This approval of the street cross-sections shall constitute a waiver of any inconsistent requirement of Chapter 21 "Streets and Public Improvements" of the Rockville City Code pursuant to section 21-20 of the Code.

7. USE PERMIT REQUIREMENTS.

At use permit stage, the following information shall be provided, action taken, or, as applicable, use permit approval conditioned on:

- a. Agreements for access easements, public use and utility easements, and maintenance responsibilities shall be established.
- b. Applicant shall provide for a minimum of eight (8) feet clear pedestrian zone along all site frontages, provided that deviations proposed by the Applicant may be approved by the Planning Commission as part of the use permit process to reduce the clear pedestrian zone to not less than six (6) feet to accommodate outdoor seating and other amenities. Applicant must obtain all requisite City approvals prior to the use or placement of any private barricades, landscaping, or other private amenities in the public right-of-way sidewalk area.
- c. Public Utility Zones (minimum 10 feet, generally from back of amenity zone) must be provided under the proposed public sidewalks on Maryland Avenue, Monroe Street, and E. Middle Lane. A Public Utility Easement will be required where Public Utility Zones extend beyond the public dedicated right of way into private property. For Maryland Avenue and Monroe Street, Public Utility Easements will be provided above the underground parking structures to be built under the Maryland Avenue and Monroe Street sidewalks of a depth no greater than the depth set forth under the existing recorded Subterranean Easements. On East Middle Lane, the Public Utility Easement will be the width of the sidewalk on the Applicant's property but in no event greater than eight (8) feet wide. A Public Improvement Easement will be provided at the intersection of Maryland Avenue and Middle Lane to accommodate the foundation and

appurtenances for the traffic signal; the area will be the minimum necessary to accommodate the public improvements and to maximize the efficient layout of the underground garage in that corner of the property. If the traffic signal is to be constructed before construction commences on Parcel 2-J Lot 3, then the Public Improvement Easement shall provide Applicant the right to construct its parking garage below the signal foundation provided the signal foundation is incorporated into the garage structure to the extent necessary and the signal foundation and signal are reconstructed at Applicant's cost.

d. Renaissance Street must be designed to accommodate through vehicular traffic, one lane in each direction, in the event East Montgomery Avenue is closed for special events. Detailed design to be submitted with the use permit on Parcel 2-J Lot 3 to show the street section within the Renaissance Street public use easement area over the below grade private structured parking facility.

e. Applicant and/or its assigns will participate in a Commercial Management District or similar arrangement providing for Town Center maintenance, when established by the City of Rockville.

f. TRAFFIC MITIGATION.

i) Parcel 2-J Lot 3. Prior to issuance of the first building permit on Parcel 2-J Lot 3 to implement the PDP, Applicant will contribute \$309,249 as follows:

A. \$75,000 towards the construction of the extension of Maryland Avenue from Middle Lane to Beall Avenue;

B. \$60,000 towards transportation improvements in the Town Center Planning Area;

C. \$94,249 towards pedestrian and bike improvements being constructed at the intersection of Md. Route 28/Great Falls Road; and

D. \$80,000 towards traffic calming or capacity improvements in the surrounding neighborhoods.

ii). Parcel 2- K Lot 2. Prior to issuance of the first building permit on Parcel 2-K Lot 2 to implement the PDP, Applicant shall contribute \$200,000 if the use is primarily residential and \$210,000 if the use is primarily office, as follows:

A. \$ 75,000 towards the construction of the extension of Maryland Avenue from Middle Lane to Beall Avenue;

B. \$60,000 towards transportation improvements in the Town Center Planning Area;

C. \$40,000 towards Park/Stonestreet/Baltimore Road area transportation improvements, if Parcel 2-K Lot 2 is primarily residential and \$50,000 if Parcel 2-K Lot 2 is primarily office; and

D. \$25,000 towards for transportation capacity, traffic calming, and planning studies for Town Center.

iii). Prior to issuance of the first building permit on Parcel 2-K Lot 2 and Parcel 2-J Lot 3 respectively to implement the PDP, Applicant shall enter into an individual written TDM agreement with the City for payment commencing on occupancy of a Transportation Demand Management fee payable over a period of ten (10) years at \$0.10 per non-residential square foot and \$60.00 per dwelling unit (excluding MPDUs), as applicable.

vi). The foregoing conditions 6(f)(i), (ii), and (iii) satisfy or are in lieu of Traffic Mitigation conditions and provisions for Parcel 2-J Lot 3 and Parcel 2-K Lot 2 and the “first office building” and “second office building” in the Prior PDP Approvals.

g. APPLICABLE TRAFFIC MITIGATION OF PRIOR PDP APPROVALS.

i). Parcel 2-F Lot 1. The 1994 Traffic Mitigation Conditions of the PDP94-001 Approval Letter dated April 28, 1994 Conditions 2(d), 2(e), 2(f) and 2(g) shall be met prior to occupancy of a building on Parcel 2-F Lot 1.

ii) With respect to Traffic Mitigation Condition 10 of PDP94-001 Approval Letter dated April 28, 1994 relating to Transportation Demand Management Program, Condition 10 is modified to provide that each of PDP Lots 1, 2, 3, and 4 will, prior to issuance of the first building permit on such lot to implement the PDP enter into an individual written TDM agreement with the City for payment commencing at occupancy of a Transportation Demand Management fee payable over ten (10) years at \$0.10 per non-residential square foot and \$60.00 per dwelling unit (excluding MPDUs), as applicable. With respect to Parcels 2-J Lot 3 and 2-K Lot 2, no other provisions of Traffic Mitigation Condition 10 apply as the trip reduction goals have been met by the Amendment Application. With respect to Parcel 2-F Lot 1, the trip reduction rates under the 1994 Traffic Mitigation condition 10(i) for the “third office building” will apply together with the related TDM Conditions 10 (a), (b), (c), (d), (e), (f) and (h). All Traffic Mitigation Conditions have been satisfied for Parcel 2-G Lot 5.

h. Stormwater management (SWM) will be provided for the planned site development in accordance with the City Code and Maryland SWM regulations established in the year 2000. The Applicant must provide an amended SWM concept

plan as per submission requirements established by DPW. The concept plan shall include a summary of SWM, existing SWM facilities, prior waiver approvals, and the calculation of credits for prior waiver fees paid for the subject site.

i. A construction staging plan will be submitted for DPW approval with each use permit to ensure availability of adequate parking and safe pedestrian access throughout all stages of construction.

j. Project plans to comply with requirements of the City's construction codes, fire code, life safety code, state accessibility code, and federal requirements of the American with Disabilities Act (ADA).

8. Site development must comply with the Art in Private Development ordinance requirements, which will be determined by the total number of residential living units (excluding MPDUs), retail floor space and/or office space constructed under the proposed site development.

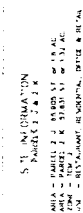
9. Applicant will submit, prior to the filing of the first use permit application for any lot within the Preliminary Development Plan area, for the approval of the Chief of Planning, 15 copies, revised in accordance with this resolution, of a Land Use and Massing Plan for Lots 1-5 to illustrate the heights, massing and land uses approved and constructed on all parcels/blocks that make up the PDP area.

* * * * *

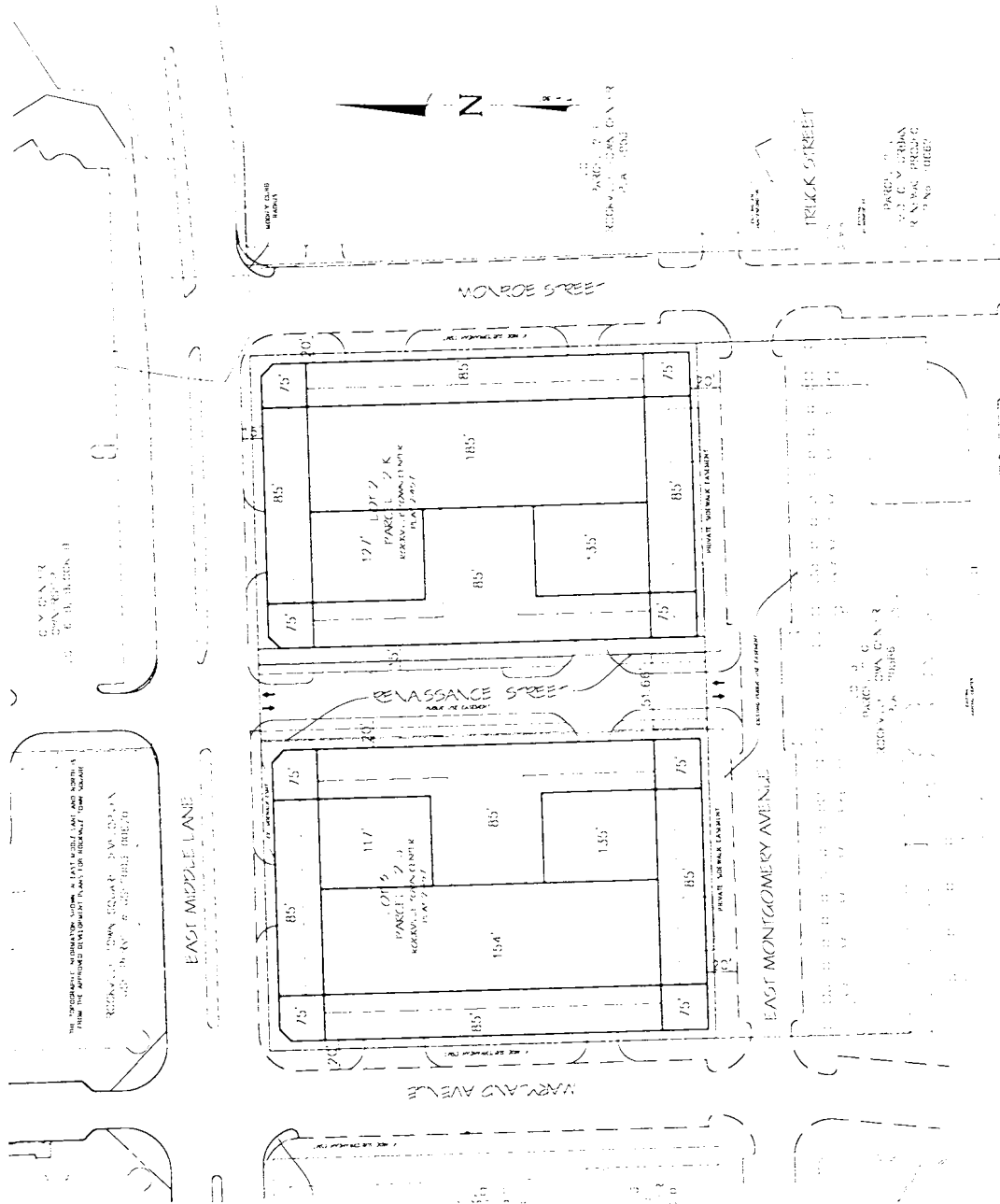
I hereby certify that the foregoing is a true and correct copy
of a resolution adopted by the Mayor and Council at its
meeting of _____, 2005.

Claire F. Funkhouser, CMC, City Clerk

EXHIBIT 1
LAND USE & MASSING PLAN
PARCEL 2-J AND PARCEL 2-K

[illegible][illegible][illegible][illegible]

Parking calculations are based on assumptions of a mix of unit types and commercial uses parking calculations per city code for the final mix of unit types and commercial uses on Parcel 2 and Parcel 3; and K shall be approved at Use Permit without further review by the Department of the Planning and Development.

[illegible][illegible]

GRAPHIC SCALE
(IN FEET)
1 inch = 50 ft.

A-1. BUILDING HEIGHT, NOTED ON PARCELS 2 & 3, LOT 3 AND PARCELS 2 & 3, LOT 4, ARE MEASURED FROM THE EAST REPRESENTATIVE ADJUTANT'S ELEVATION. BUILDING HEIGHTS APPROVED UNDER PRESENT PRELIMINARY DEVELOPMENT PLAN, APPROVALS FOR PARCELS 2 & 3, LOT 1, PARCELS 2 & 3, LOT 4 AND PARCELS 2 & 3, LOT 5 ARE MEASURED FROM THE 644' ELEVATION.

OWNER
ROCKVILLE RENAISSANCE WEST, INC.
TOWER 2 ASSOCIATES, INC.
C/O 299 PARK AVENUE 23RD FLOOR
NEW YORK, NY 10171

APPLICANT
ROCKVILLE RENAISSANCE WEST, LLC
C/O AKRIDGE DEVELOPMENT COMPANY
601 13TH STREET NW
WASHINGTON, DC 20005
PHONE: 202-638-3000

AMENDED PRELIMINARY DEVELOPMENT PLAN -- PDP94-001E PDP94-001E

LAND USE AND MASSING PLAN
THE FITZGERALD

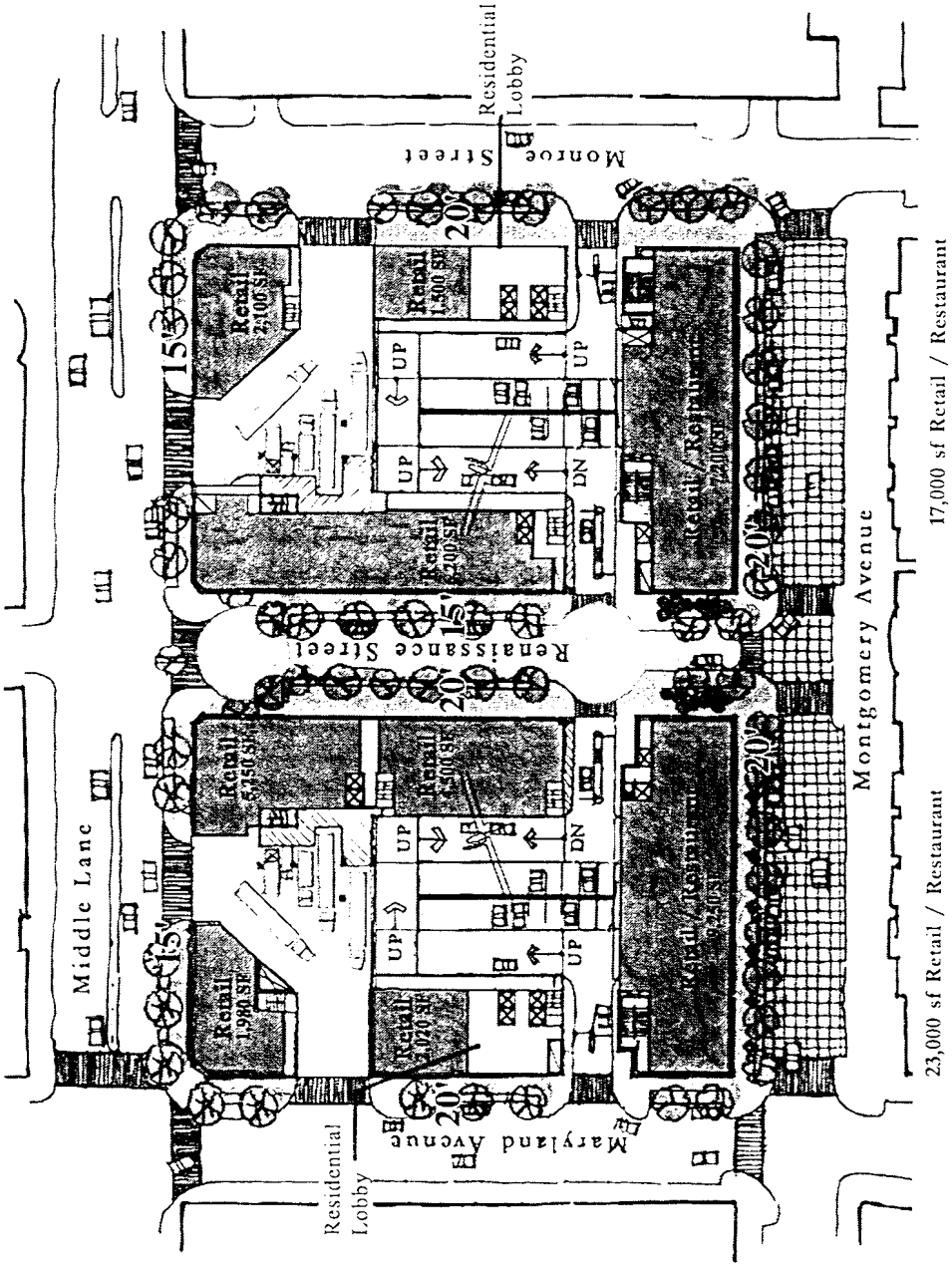
PARCELS 2 J & 2K, ROCKVILLE CENTER
CITY OF ROCKVILLE MONTGOMERY COUNTY MARYLAND

MIC Matt's Hardware & Gimcoek, P.A.
Lawyers • Planners
Landscaping Architects • Surveyors

	PAY	MRP	BOL	TAX	DOLLARS

25 Wellington Road, Suite 100
Wellington, Ontario, Canada
M3J 1Z7

EXHIBIT 2
SITE PLAN AND SIDEWALK PLAN
PARCEL 2-J AND PARCEL 2-K



Akridge
Washington, DC

SITE PLAN

The Fitzgerald

Rockville, Maryland

PDP94-001

April 19th, 2005

23,000 sf Retail / Restaurant 17,000 sf Retail / Restaurant

EXHIBIT 3
PRIOR PDP APPROVALS



April 28, 1994

City of Rockville
111 Maryland Avenue
Rockville, Maryland
20850-2364

Mr. Mark Troen, Vice President
Rockville Center, Incorporated
250 Hungerford Drive, Suite 195
Rockville, MD 20850

Dear Mr. Troen:

Re: Preliminary Development Plan Application PDP94-0001- Rockville
Center, Incorporated

At its meeting of April 27, 1994, the Rockville Planning Commission reviewed and conditionally approved the above referenced application for redevelopment of the former Rockville Mall area. Approval includes the following elements:

- (1) Development parcels, road locations, and road right-of-way widths as shown on the "Concept Preliminary Plan" dated April 8, 1994 in the application file;
- (2) Building uses and sizes as follows:

BLOCK	USE	GROSS FLOOR AREA (SQ.FT.)
1	Office	459,675
	Retail	<u>34,150</u>
		493,825
2	Office	480,375
	Retail	<u>27,525</u>
		507,900
3	Office	334,575
	Retail	27,750
	Theater	<u>43,000</u>
		405,325
4	Residential	min. 117 units
	Retail	<u>11,260</u>
		11,260
5	Retail	48,312
TOTAL FOR PLAN		<u>1,466,622</u> (sq. ft.)

MAYOR
James P. Coyie

COUNCIL
Robert E. Dorsey
Rose G. Krasnow
James T. Marninan
Nina A. Weisbroth

CITY MANAGER
Bruce Romer

CITY CLERK
Paula S. Jewell

CITY ATTORNEY
Glasgow

- NOTES:
1. The gross floor area in each block may vary by ± 15 percent, but shall not exceed the total for plan without Planning Commission of an amendment. Gross floor area shall be as defined in Section 25-1 of the Zoning Ordinance.
 2. The retail square footage includes 50,000 square feet of restaurant use.
 3. The number of residential units may vary depending on the actual unit mix, but shall not be less than 117 units.

- (3) Building locations, heights, massing, and setbacks as shown on Drawings #1 through #6 contained in the application file;
- (4) Typical street sections and paving plan as described in the supplemental submission in the application file. (NOTE: Approval of the street sections is contingent upon the applicant applying for and receiving approval of a waiver of the normal business district road width requirement in accordance with Chapter 21 of the Rockville Code (Streets and Public Improvements); and
- (5) A parking requirement reduction of 30 percent from the total normal requirements of all nonresidential uses contained in the preliminary plan.

Planning Commission approval of the preliminary development plan is contingent upon and subject to the following:

- (1) The recommendations of the Transportation Planner (attached) for traffic impact mitigation measures and transportation demand management program enhancements shall be implemented by RCI. It is recognized that some of the physical traffic impact mitigation improvements recommended may be made by other developers and/or funded by public sector financing and contributions;

Mr. Mark Troen
Page Three
April 28, 1994

- (2) An additional ten percent parking requirement reduction must be applied for and approved by the Mayor and Council;
- (3) All parking requirements of the Zoning Ordinance (currently or as may be amended) must be satisfied in order to obtain approval of Use Permit Applications for all phases of development;
- (4) A pedestrian access and circulation plan shall be prepared and submitted to the City for approval to provide for continued accessibility by all persons to Metro and other Town Center locations during all demolition and construction phases;
- (5) Use Permit Application approval for Block 5 are contingent on abandonment of a portion of Truck Street right-of-way following normal street abandonment application procedures; and
- (6) A concept plan for signage along the Metro Plaza Promenade and all arcades shall be submitted to the Sign Review Board for review and approval prior to installation of any permanent building signs.

By Direction of the City of
Rockville Planning Commission



Larry Owens
Chief of Planning

LO/dep
Attachment

cc: Nancy P. Regelin, Shulman, Rogers, Gandal, Pardy, and Ecker, P.A.
William Hellmuth, Hellmuth, Obata, and Kassabaum
Bruce Romer, City Manager
Neal Herst, Director of Community Development
Paul Glasgow, City Attorney
Gerry Morningstar, Deputy Director of Public Works
Linda Mac Dermid, Chief of Inspection Services

April 28, 1994

REQUIRED TRAFFIC IMPACT MITIGATION
MEASURES AND TRANSPORTATION DEMAND
MANAGEMENT PROGRAM ELEMENTS

1. MD 355 and Beall Ave.

- a. Applicant to provide dual left turn lanes and separate thru/right turn lane on eastbound Beall Avenue.
- b. Applicant to restripe westbound approach opposite Beall Avenue to provide left turn and combined through/right lane.
- c. Applicant to reconstruct traffic signal.

This work is to be completed prior to occupancy of the second office building.

2. MD 355 and Middle Lane

- a. Applicant to eliminate pedestrian crossing on south leg of intersection and construct physical barrier.
- b. Applicant to provide right turn channelization land on southbound MD 355.
- c. Applicant to provide northbound right turn land on MD 355.

Conditions a, b, and c to be completed prior to occupancy of the first office building.

- d. Applicant to provide northbound double left turn lanes on MD 355.
- e. Applicant to provide separate left turn lane, through lane, and through /right lane on westbound approach (Park Road) of intersection.

April 28, 1994

- f. Applicant to provide for two through lanes on Middle Lane for westbound traffic departing MD 355/Middle Lane/Park Road intersection.
- g. Applicant to provide for signal modification.

Conditions d, e, f, and g to be completed prior to occupancy of third (final) office building.

3. Maryland Ave. Extended

- a. Applicant to extend Maryland Avenue from Middle Lane to Beall Avenue.

This condition is to be met prior to occupancy of second office building.

4. Jefferson St. and MD Ave.

- a. Applicant to widen southbound Maryland Ave. approach to create separate left turn lane and combined through/right turn lane.
- b. Applicant to extend Maryland Avenue from Jefferson Street to Middle Lane.
- c. Applicant to provide for signal modification.

These conditions are to be completed prior to occupancy of initial retail building.

5. Jefferson St. and Monroe St.

- a. Applicant to provide for signal modification. This is to be completed prior to occupancy of initial building.

6. MD 28 and Falls Road

- b. Applicant to provide for traffic signal reconstruction of a roundabout after feasibility study.

April 28, 1994

This condition is to be met prior to occupancy of first office building.

7. Park Rd./S. Stonestreet Ave. a. Applicant to provide funds for CIP Project 420-850-1A72. (Park Road/Stonestreet Avenue Traffic Control). See description of project in FY 94 CIP.

This condition is to be met prior to occupancy of second office building.

8. West End Traffic a. Applicant to provide funds to mitigate Town Center traffic through the West End neighborhood.

This condition is to be met by posting up to \$80,000 prior to occupancy of the first office building.

9. MD 28/Veirs Mill Rd.
MD 355/First St./
Wootton Parkway a. Developer to provide funds for grade separation feasibility studies.

These studies should begin prior to occupancy of second office building.

10. Transportation Demand Management Program (TDM)
- a. Applicant will conduct employee surveys to assess the effectiveness of the TDM program. Affidavit certifying correctness of information will be required.
 - b. Applicant will provide annual report on effectiveness of TDM program.
 - c. City may require periodic audits to be paid for by applicant.
 - d. Applicant will post a security instrument to cover cost of trips being reduced.

April 28, 1994

- e. Applicant will appoint a transportation coordinator to administer the program.
- f. Applicant will sign a written agreement to meet the trip generation rates described below.
- g. Applicant will pay a \$750,000 TDM fee or post a security instrument (bond) to cover the TDM's program cost of maintaining assumed trip generation rates.
- h. Program elements may include transit fare subsidies, vanpool subsidies, appropriate parking strategies to reduce signal occupant vehicles and encourage carpools and vanpools, a ride-sharing program, a guaranteed ride home program, flex-time, and any other techniques necessary to maintain or lower assumed trip generation rates.
- i. Applicant's TDM program will achieve or lower the following AM and PM peak hour vehicle trips and assumed trip generation rates for each office building on adjacent streets:

	AM PEAK HOUR VEHICLE TRIPS			PM PEAK HOUR VEHICLE TRIPS		
	In	Out	Total	In	Out	Total
1st Office Bldg.	204	30	234	54	241	295
2nd Office Bldg.	293	43	336	77	346	423
3rd Office Bldg.	281	42	323	73	331	404
Total Vehicle Trips	778	115	893	204	918	1122
TDM Trip Rate	.61	.09		.16	.72	

The term of the TDM agreement is to be determined after further discussion with staff.

City



June 21, 1996

City of Rockville
111 Maryland Avenue
Rockville, Maryland
20860-2364

Community Development
(301) 309-3200
TDD (301) 309-3187
FAX (301) 762-7183

Economic Development
(301) 309-3240

Inspection Services
(301) 509-3250

Planning Division
(301) 309-3200

Mr. Mark Troen
Rockville Center, Inc.
250 Hungerford Drive
Rockville, MD 20850

Dear Mr. Troen:

Re: PDP94-0001A - Amendment to Preliminary Development Plan PDP94-0001 -
Rockville Town Center.

At its meeting of June 19, 1996, the Rockville Planning Commission reviewed and conditionally approved the requested amendment to the above-referenced Preliminary Development Plan (PDP). This amendment pertains to shifts in land uses and densities among the blocks of the Town Center redevelopment project. The following building uses and sizes are hereby approved:

BLOCK	LAND USES	GROSS FLOOR AREA
1	Office	403,461 SF
	Retail	<u>27,500 SF</u>
	Subtotal	430,961 SF
2	Office	480,375 SF
	Retail	<u>27,525 SF</u>
	Subtotal	507,900 SF
3	Office	377,575 SF
	Retail	<u>27,750 SF</u>
	Subtotal	405,325 SF
4	Retail	11,260 SF
	Residential	117 DUs (min.)
5	Retail (Restaurant)	43,806 SF
	Theater	67,370 SF
	GRAND TOTAL	1,466,622 SF 117 DUs (min.)

MAYOR
Rose G. Krasnow

COUNCIL
Robert E. Dorsey
Glenn J. Harrison
James T. Mattman
Robert J. Wright

CITY MANAGER
Rick W. Kuckahn

ERK
Pa. Jewell

CITY ATTORNEY
Paul T. Glasgow

Rockville Town Center
1996-1997

Mr. Troen
June 21, 1996
Page Two

Please note that all of the other conditions of approval imposed by the Planning Commission in its original approval of April 27, 1994 remain in effect, with the exception of the distribution of density by block; a copy of the April 28, 1994 letter of approval is attached for your information.

By Direction of the City
of Rockville Planning Commission

L. W. Rother
(AS)

Lisa W. Rother
Chief of Planning

cc: Nancy P. Regelin, Shulman, Rogers, Gandal, Pordy and Ecker
William Hellmuth, Hellmuth Obata and Kassabaum
Rick W. Kuckkahn, City Manager
Paul Glasgow, City Attorney
Julia Novak, Acting Director of Public Works
Neal Herst, Director of Community Development
Linda Mac Dermid, Inspection Services Division
Al Stern, Planner III

April 14, 1999

Corrected Copy

Mark Troen, Vice President
Rockville Center, Inc.
255 Rockville Pike, Suite 11
Rockville, Maryland 20850

Re: Use Permit Application USE98-0583 and Preliminary Development Plan
Amendment PDP94-001B, Rockville Center, Inc.

Dear Mr. Troen:

At its July 22, 1998 meeting, the City of Rockville Planning Commission granted approval of the referenced applications, subject to certain conditions described below. This constitutes Use Permit approval for a 429,485 square foot office and retail building located on Lot 3 in the Rockville Center development. A total of 401,735 square feet of office space and 27,750 square feet of retail space are included in the approval, along with 15,120 square feet of loading and service space.

The Preliminary Development Plan (PDP) approval was modified only to substitute the following conditions to replace conditions 2a, 2b and 2c, found on Page 1 of the attachment "Required Traffic Impact Mitigation Measures and Transportation Demand Program Elements" to the original PDP approval letter, dated April 28, 1994:

- a. The applicant shall provide to the City \$300,000 for improvements to the MD 355/Park Road/East Middle Lane intersection, as outlined in the approval for the Preliminary Development Plan for completion prior to occupancy of the first office building. These funds shall be paid in cash prior to issuance of a building permit and shall be allocated for future improvements to the intersection. If the City and State Highway Administration determine prior to the issuance of a building permit that the previously agreed to improvements are needed, the developer will be responsible for providing them, rather than making a fixed monetary contribution.
- b. The City and the State Highway Administration are concluding negotiations for an amendment to the previous State grant agreement specifying the amount of funding to be provided for future improvements to the MD 355/Park Road/East Middle Lane intersection in lieu of construction of the improvements previously set forth.

MAYOR

Rose G. Krasnow

COUNCIL

Robert E. Dorsey
Glenn J. Harrison
James T. Marmann
Robert J. Wright

CITY MANAGER

W. Mark Pentz

CLERK

Ch. Unkhouser

CITY ATTORNEY

Paul T. Glasgow

Approval of USE98-0583 is subject to full compliance with the following conditions:

1. Submission, for the approval of the Director of Community Planning and Development Services, of eleven (11) copies of the site plan, revised according to Planning Commission Exhibit A, to reflect revisions to the parking calculations.
2. Submission, for the approval of the Department of Public Works, of the following plans and studies:
 - c. Water and sewer plans with profiles, service connections and sewer easements adjusted as required;
 - d. Plans for stormwater management, sediment control and storm drainage for adequate conveyance of stormwater, all with computations and proposed easements;
 - e. Engineering plans on City base sheets for all work in the public right-of-way;
2. All requirements and Conditions of Approval of the Preliminary Development Plan PDP94-0001, as stated in the approval letter of April 28, 1994, with attachments, remain in effect, except as modified below:
 - a. The applicant shall provide to the City \$300,000 for improvements to the MD 355/Park Road/East Middle Lane intersection, as outlined in the approval for the Preliminary Development Plan for completion prior to occupancy of the first office building. These funds shall be paid in cash prior to issuance of a building permit and shall be allocated for future improvements to the intersection. If the City and State Highway Administration determine prior to the issuance of a building permit that the previously agreed to improvements are needed, the developer will be responsible for providing them, rather than making a fixed monetary contribution.
 - b. The City and the State Highway Administration are concluding negotiations for an amendment to the previous State grant agreement specifying the amount of funding to be provided for future improvements to the MD 355/Park Road/East Middle Lane intersection in lieu of construction of the improvements set forth in the PDP approval letter dated April 28, 1994 (Attachment Page 1, items 2a, 2b and 2c.).
3. The applicant is to provide for traffic signal reconstruction at the MD 28/MD 189 intersection.
4. The applicant is to provide up to \$80,000 for mitigation of Town Center traffic through the West End neighborhood. The applicant shall develop a plan to mitigate Town Center traffic through the West End neighborhood in conjunction with the City Attorney, Transportation Engineer and Chief of Planning.

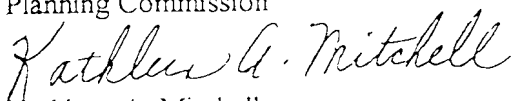
5. The applicant is to implement a Transportation Demand Management (TDM) Program to lower AM and PM peak hour vehicle trips to and from the project, prior to occupancy of the office building.
6. The applicant shall satisfy the parking requirements for all uses during the construction phase for the office building. Part of the required parking may be satisfied on the City-owned Middle Lane lot, provided that the Mayor and Council approve the use of the Middle Lane lot in accordance with Section 25-693 (7) of the Zoning Ordinance for temporary parking. In evaluating this request, the Mayor and Council could consider limiting the duration of this approval, requiring the applicant to expand the Middle Lane lot and requiring payment for use of the lot.
7. The Transition and Development Agreement between the City and the applicant shall be amended, in a form acceptable to the City Attorney, to provide that use of the Middle Lane lot for off-site parking by the applicant will not trigger the requirement that the City will be responsible for providing parking to Montgomery County under the Transition and Development Agreement. The modification to the Transition and Development Agreement shall be executed and recorded among the land records of Montgomery County.
8. Prior to occupancy of the office building, the applicant shall restore the surface parking lot on Parcel 2-K to the configuration shown on Planning Commission Exhibit A. During construction of the office building, the parking lot configuration will be as shown on the submitted "Parking Exhibit during Construction of the Office Building."
9. The installation and maintenance of the sidewalk planters and associated plantings on public streets and easements shall be the responsibility of the applicant, or any subsequent property owner. A maintenance agreement, acceptable to the City Attorney, shall be executed and recorded among the land records of Montgomery County. The applicant shall consult with the City's horticulturist for approval of appropriate plantings.
10. The applicant shall dedicate to the City a public use easement and associated declarations for Center Street, acceptable in form to the City Attorney. Such easement shall be recorded among the land records of Montgomery County.
11. The applicant shall post bonds and obtain permits from the Department of Public Works as appropriate, including right-of-way, sediment control and stormwater management permits, as required.
12. The applicant shall construct the structure supporting the future street, currently known as Center Street, over the future parking structure to standards established by American Association of State Highway and Transportation Officials (AASHTO).

13. The building and its construction must accommodate the City's installation, operation and maintenance of the future traffic signal at the East Middle Lane and Maryland Avenue intersection.
14. Prior to the issuance of a building permit, detailed building plans must be submitted for the review and approval of the Chief of Police under the Community Planning Through Environmental Design (CPTED) principles.
15. Construction and occupancy must meet the requirements of the City's construction codes, fire code, life safety code, and other applicable codes and ordinances, as well as Maryland Accessibility and ADA requirements. Approval of the site plan does not include review or approval of any signs referenced thereon.
16. The required exit stairs serving the theater complex must discharge directly to the exterior without requiring entry into or through any portion of the office building. The final stair and landing configuration must meet the requirements of the City's construction and fire codes.
17. Awnings or entrance canopies encroaching into the public right-of-way or easement area shall be subject to approval by the City.
18. The applicant shall provide adequate bicycle parking and storage facilities, acceptable to the Director of Recreation and Parks, within the building.
19. The applicant is granted a variance from the development standards for rooftop mechanical enclosures, provided that the building is constructed in accordance with the submitted plans.

Please note that the required parking calculation includes the five percent reduction of the required number of parking spaces for the 51 Monroe Street building, which must be granted by the Mayor and Council.

Section 25-193(d) of the Zoning Ordinance requires that **construction or operation must commence within two (2) years of the date of the Commission's decision or application approval shall expire.** However, if just cause can be shown by the applicant, a maximum of two (2) extensions may be granted by the Planning Commission, each not to exceed one year.

By Direction of the City of Rockville
Planning Commission



Kathleen A. Mitchell

Director of Community Planning and Development Services

Mark Troen
Page 5
April 14, 1999

/rjw

cc: Planning Commission
Vytas Dulys, Plans Examiner
Paul Glasgow, City Attorney
Linda MacDermid, Chief of Inspection Services
Steve Mader, City Forester
Rob Omdorff, Horticulturist
Michael Plitt, Macris, Hendricks and Glascock, P.A.
Nancy Regelin, Esquire, Shulman, Rogers, Gandal, Pordy & Ecker, P.A.
Susan Straus, Chief Engineer/Environment
Terry Treschuk, Public Safety and Community Services Director
Robert Van Zant, Senior Engineering Technician
Lara Vande Walle, Greater Rockville Partnership
Jim Wasilak, Planner II
Mark Wessel, Civil Engineer
Application File

Note: A building permit may be issued only when the conditions of approval have been met and a copy of the following acknowledgment, signed and executed by the applicant, has been returned to the Planning Division office. Be advised that Commission approval does not constitute approval by any department or agency having jurisdiction over this development project.

I ACKNOWLEDGE RECEIPT OF USE PERMIT USE98-0583 AND AGREE TO FULLY COMPLY WITH CONDITIONS UPON WHICH APPROVAL WAS GRANTED. I FURTHER ACKNOWLEDGE THAT FAILURE TO COMPLY WITH THESE CONDITIONS MAY CAUSE APPROVAL TO BE REVOKED BY THE PLANNING COMMISSION.

Rockville Center, Inc.
Mark Troen, V.P.

(Applicant's Signature)

ROCKVILLE CENTER, INC.
MARK TROEN, VICE PRESIDENT

(Applicant's Printed Name)



March 7, 2001

City of Rockville
111 Maryland Avenue
Rockville, Maryland
20850-2364
www.ci.rockville.md.us

Community Planning and
Development Services
301-309-3200
TDD 301-309-3187
FAX 301-309-0523

Inspection Services
301-309-3250

Planning Division
301-309-3200

Landlord Tenant
301-309-3200

Nancy P. Regelin, Esquire
Shulman, Rogers, Gandal, Pordy & Ecker, P.A.
11921 Rockville Pike, Third Floor
Rockville, Maryland 20852

Re: Use Permit Amendment Application USA1996-0565A and
Preliminary Development Plan Amendment Application PDP94-001C,
Rockville Center, Inc.

Dear Ms. Regelin:

At its July 26, 2000 and August 2, 2000 meetings, the City of Rockville Planning Commission granted approval of the referenced applications, subject to certain conditions described below. This constitutes Preliminary Development Plan and Use Permit Amendment approvals to allow 9,200 square feet of office space and a 13,500 square feet health and fitness establishment in the second floor of the retail pavilion at 199 East Montgomery Avenue. The previously-approved restaurant floor area in the pavilion is to be reallocated among the remaining blocks of the development as noted below. The allocations of the land uses outlined in the Preliminary Development Plan (PDP) approval is modified as follows:

BLOCK	LAND USES	GROSS FLOOR AREA (PREVIOUSLY APPROVED)	APPROVED GROSS FLOOR AREA
1	Office	403,461 SF	394,261 SF
	Retail	27,500 SF	27,500 SF
	Retail (Restaurant)		9,200 SF
	Subtotal	430,961 SF	430,961 SF
2	Office	480,375 SF	480,375 SF
	Retail	27,525 SF	14,025 SF
	Retail (Restaurant)		13,500 SF
	Subtotal	507,900 SF	507,900 SF
3	Office	377,575 SF	377,575 SF
	Retail	27,750 SF	27,750 SF
	Subtotal	405,325 SF	405,325 SF
4	Residential	117 DU (min)	117 DU (min)
	Retail	11,260 SF	11,260 SF
5	Retail (Restaurant)	43,806 SF	21,106 SF
	Office		9,200 SF
	Retail (Fitness Center)		13,500 SF
	Theater	67,370 SF	67,370 SF
	Office TOTAL	1,261,411 SF	1,261,411 SF
	Retail TOTAL	137,841 SF	137,841 SF
	Theater TOTAL	67,370 SF	67,370 SF
	Residential TOTAL	117 DU	117 DU

MAYOR
Rose G. Krasnow

COUNCIL
Robert E. Dorsey
Glennan J. Harrison
Anne M. Robbins
Robert J. Wright

CITY MANAGER
W. Mark Pentz

CLERK
Funkhouser

CITY ATTORNEY
Paul T. Glasgow

Notes:

1. Retail space on Blocks 1, 2, and 3 can be used for restaurant space.
2. The minimum amount of restaurant space on Block 2 is 13,500 square feet, while the minimum amount of restaurant space on Block 1 is 9,200 square feet.
3. Restaurant space in Block 3 will offset the requirement for restaurant space, first in Block 1 and then in Block 2, once the minimum requirement for Block 1 has been met.
4. Restaurant space in Block 2 above 13,500 square feet will offset the minimum requirement for Block 1.
5. The total amount of restaurant space permitted within Rockville Center must equal 43,806 square feet on Blocks 1, 2, 3, and 5, without an amendment to the Preliminary Development Plan.

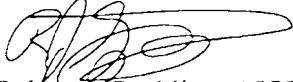
Approval of the Use Permit Amendment application for the retail pavilion is subject to the following conditions:

1. Submission, for the approval of the Chief of Planning, of eleven (11) copies of the site plan, illustrating that the following site development issues and concerns have been satisfactorily addressed:
 - a) Changes to the required parking tabulation, as indicated.
2. Submission, for the approval of the Chief of Planning, of a revised landscape plan detailing the type and location of all planters on East Montgomery Avenue. All planters must be in place by May 1, 2001.
3. All construction must meet the requirements of the City's construction codes, the Fire and Life Safety Codes, Maryland Building Code for the Handicapped and Federal ADA requirements.
4. That any previous conditions of approval for Preliminary Development Plan PDP94-0001 and Use Permit USE96-0565 remain in effect, except as superseded above.

Section 25-193(d) of the Zoning Ordinance requires that **construction or operation must commence within two (2) years of the date of this decision or application approval shall expire.** If the applicant can show just cause, a maximum of two (2) time extensions may be granted by the Planning Commission, each not to exceed one year. However, time extensions are not automatically approved, and sufficient detail and justification will be required in order for the Planning Commission to consider granting an extension.

Nancy P. Regelin
Page 3
March 7, 2001

By Direction of the City of Rockville
Planning Commission



Robert J. Spalding, AICP
Chief of Planning

RJS/rjw

cc: Planning Commission
Sondra Block, Assistant City Attorney
Vytas Dulys, Plans Examiner
Paul Glasgow, City Attorney
Cliff Grimes, Rockville, Center, Inc.
Linda MacDermid, Chief of Inspection Services
Steve Mader, City Forester
Michael Plitt, Macris, Hendricks and Glascock, P.A.
Susan Straus, Chief Engineer/Environment
Terry Treschuk, Public Safety and Community Services Director
Jim Wasilak, Planner II
Mark Wessel, Civil Engineer
Application File

Note: A building permit may be issued only when the conditions of approval have been met and a copy of the following acknowledgment, signed and executed by the applicant, has been returned to the Planning Division office. Be advised that Commission approval does not constitute approval by any department or agency having jurisdiction over this development project.

I ACKNOWLEDGE RECEIPT OF USE PERMIT AMENDMENT USA1996-0565A AND AGREE TO FULLY COMPLY WITH CONDITIONS UPON WHICH APPROVAL WAS GRANTED. I FURTHER ACKNOWLEDGE THAT FAILURE TO COMPLY WITH THESE CONDITIONS MAY CAUSE APPROVAL TO BE REVOKED BY THE PLANNING COMMISSION.

(Applicant's Signature)

(Applicant's Printed Name)



September 10, 2002

City of Rockville
Maryland Avenue
Rockville, Maryland
20850-2364
www.ci.rockville.md.us

Nancy P. Regelin, Esquire
Shulman, Rogers, Gandal, Pordy & Ecker, P.A.
11921 Rockville Pike, Third Floor
Rockville, Maryland 20852

Community Planning and
Development Services
240-314-8200
TTY 240-314-8137
FAX 240-314-8210

Re: Use Permit Amendment Application USA1996-0565B and
Preliminary Development Plan Amendment Application PDP94-001D,
Pavilion Partners, Inc.

Inspection Services
240-314-8240

Dear Ms. Regelin:

Planning and Zoning Division
240-314-8220

At its September 4, 2002 meetings, the City of Rockville Planning Commission granted approval of the referenced applications, subject to certain conditions described below. This constitutes Preliminary Development Plan and Use Permit Amendment approvals to allow a change-in-use of 13,500 square feet of space from health and fitness establishment to office use on the second floor of the east wing of the Rockville Center Retail Pavilion at 199 East Montgomery Avenue. The proposal also includes construction of a 1,200 square foot breezeway to connect the office spaces at either end of the second story level. The health and fitness establishment (retail) floor area is to be reallocated among the other blocks of the development. The allocation of the land uses outlined in the Preliminary Development Plan (PDP) approval is modified as follows:

Landlord Tenant
240-314-8219

BLOCK	LAND USES	APPROVED GROSS FLOOR AREA	PROPOSED GROSS FLOOR AREA
1	Office	394,261 SF	394,261 SF
	Retail	27,500 SF	27,500 SF
	Retail (Restaurant)	9,200 SF	9,200 SF
	Subtotal	430,961 SF	430,961 SF
2	Office	480,375 SF	480,375 SF
	Retail	14,025 SF	18,525 SF
	Retail (Restaurant)	13,500 SF	13,500 SF
	Subtotal	507,900 SF	507,900 SF
3	Office	377,575 SF	362,875 SF
	Retail	27,750 SF	36,750 SF
	Subtotal	405,325 SF	405,325 SF
4	Residential	117 DU (min)	117 DU (min)
	Retail	11,260 SF	11,260 SF
5	Retail (Restaurant)	21,106 SF	21,106 SF
	Office	9,200 SF	23,900 SF
	Retail (Fitness)	13,500 SF	0 SF
	Theater	67,370 SF	67,370 SF
	Office TOTAL	1,261,411 SF	1,261,411 SF
	Retail TOTAL	137,841 SF	137,841 SF
	Theater TOTAL	67,370 SF	67,370 SF
	Residential TOTAL	117 DU	117 DU

MAYOR
Larry Giammo

COUNCIL
Robert E. Dorsey
John F. Hall, Jr.
Susan R. Hoffmann
Anne M. Robbins

CITY MANAGER
W. Mark Pentz

CITY CLERK
Doreen F. Houser

CITY ATTORNEY
Paul T. Glasgow

Notes:


1. Retail space on blocks 1, 2 and 3 can be used for restaurant space.
2. The minimum amount of restaurant space on Block 2 is 13,500 square feet, while the minimum amount of restaurant space on Block 1 is 9,200 square feet.
3. Restaurant space in Block 3 will offset the requirement for restaurant space, first in Block 1 and then in Block 2, once the minimum requirement for Block 1 has been met.
4. Restaurant space in Block 2 above 13,500 square feet will offset the minimum requirement for Block 1.
5. The total amount of restaurant space permitted within Rockville Center must equal 43,806 square feet on Blocks 1, 2, 3, and 5, without an amendment to the Preliminary Development Plan.

Approval of Use Permit Amendment application USA1996-0565B for the retail pavilion is subject to the following conditions:

1. Submission, for the approval of the Chief of Planning, of eleven (11) copies of the site plan, revised according to Planning Commission Exhibit A, and illustrating that the following site development issues and concerns have been satisfactorily addressed:
 - a) Changes to the required parking tabulation, as indicated.
2. Submission, for the approval of the Chief of Planning, of a revised landscape plan detailing the type and location of all planters and plantings along East Montgomery Avenue. At a minimum, the planters shall be located by approximating the required street tree spacing (no greater than 40 feet on center).
3. All construction must meet the requirements of the City's construction codes, the Fire and Life Safety Codes, Maryland Building Code for the Handicapped and Federal ADA requirements.
4. That any previous conditions of approval for Preliminary Development Plan PDP94-0001 and Use Permit USE96-0565, as amended, remain in effect, except as superseded above.

Section 25-193(d) of the Zoning Ordinance requires that construction or operation must commence within two (2) years of the date of this decision or application approval shall expire. If the applicant can show just cause, a maximum of two (2) time extensions may be granted by the Planning Commission, each not to exceed one year. However, time extensions are not automatically approved, and sufficient detail and justification will be required in order for the Planning Commission to consider granting an extension.

By Direction of the City of Rockville
Planning Commission

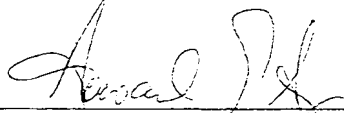

Robert J. Spalding, AICP
Chief of Planning

RJS/rjw

cc: Planning Commission
Sondra Block, Assistant City Attorney
Vytas Dulys, Plans Examiner
Paul Glasgow, City Attorney
Howard Glatzer, Pavilion Partners, Inc.
Cliff Grimes, Rockville, Center, Inc.
Linda MacDermid, Chief of Inspection Services
Susan Nolde, City Forester
Michael Plitt, Macris, Hendricks and Glascock, P.A.
Susan Straus, Chief Engineer/Environment
Jim Wasilak, Chief of Long Range Planning
Mark Wessel, Civil Engineer
Application File

Note: A building permit may be issued only when the conditions of approval have been met and a copy of the following acknowledgment, signed and executed by the applicant, has been returned to the Planning Division office. Be advised that Commission approval does not constitute approval by any department or agency having jurisdiction over this development project.

I ACKNOWLEDGE RECEIPT OF USE PERMIT AMENDMENT USA1996-0565B AND AGREE TO FULLY COMPLY WITH CONDITIONS UPON WHICH APPROVAL WAS GRANTED. I FURTHER ACKNOWLEDGE THAT FAILURE TO COMPLY WITH THESE CONDITIONS MAY CAUSE APPROVAL TO BE REVOKED BY THE PLANNING COMMISSION.



(Applicant's Signature)



(Applicant's Printed Name)

EXHIBIT 4
1994 PDP EXHIBITS

Preliminary Development Plan

January 26, 1994

Revised April 19, 1994

Applicant

Rockville Center, Inc.

Architects & Planners

Heilmuth, Obata & Kassabaum, PC

Attorney

Shulman, Rogers, Gandal, Porty & Ecker, PA

Construction Manager

Donohoe Construction Co.

Traffic Consultant

Barton-Aschman Associates, Inc.

Civil Engineers

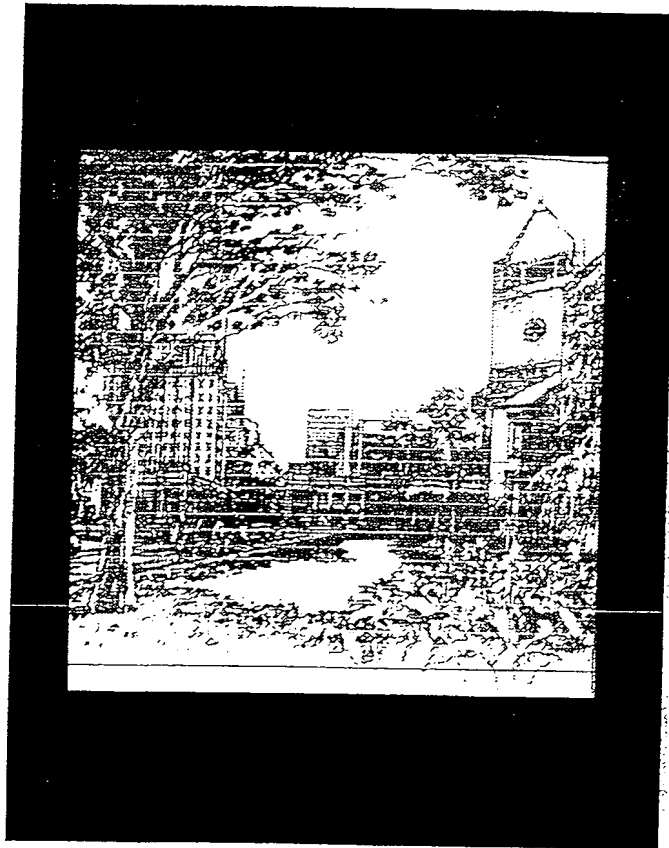
Macris, Hendricks and Glascock, PA

Structural Engineering

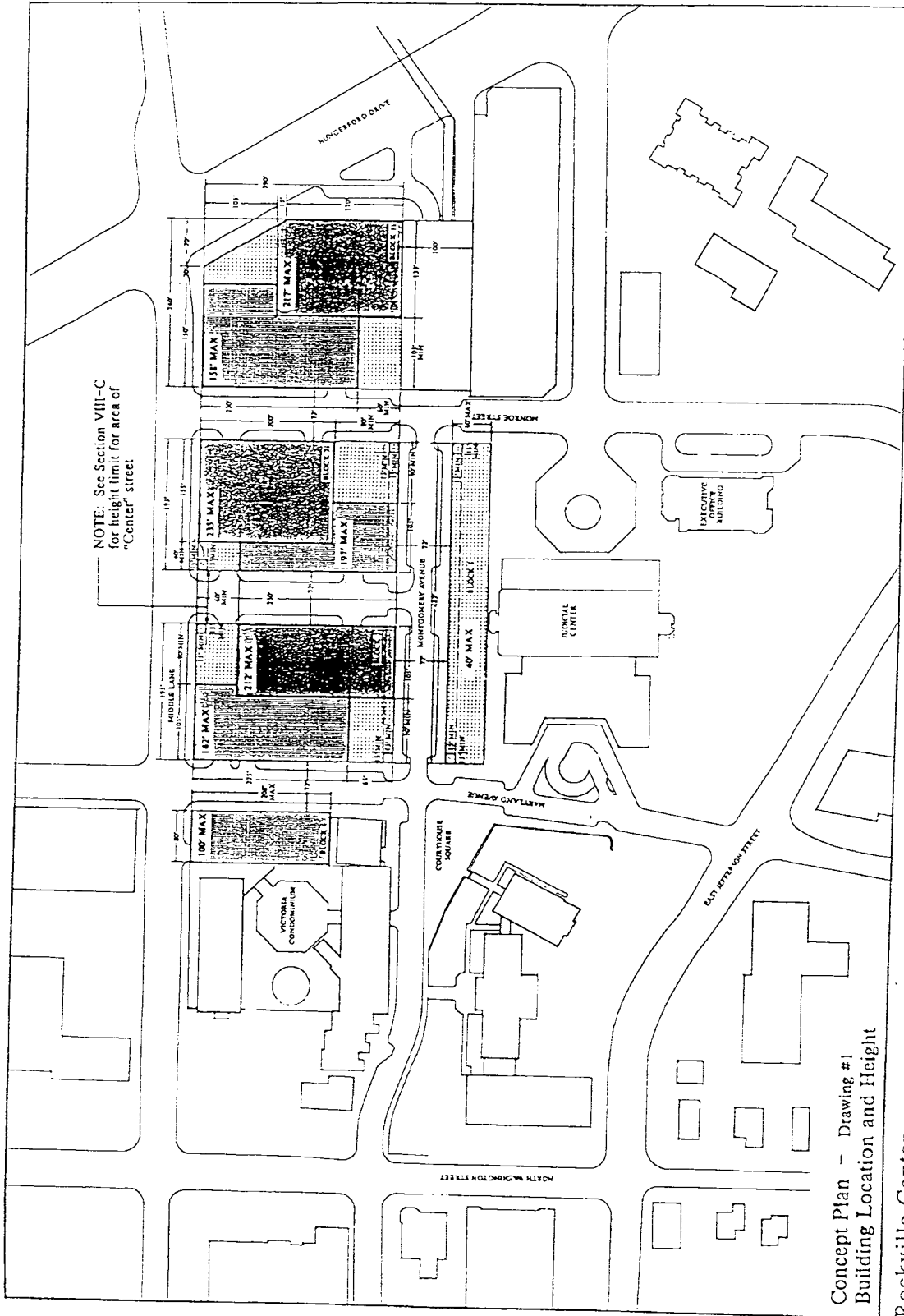
Tadger-Cohen-Edelson-Associates, Inc.

Public Relations

Maier Marketing



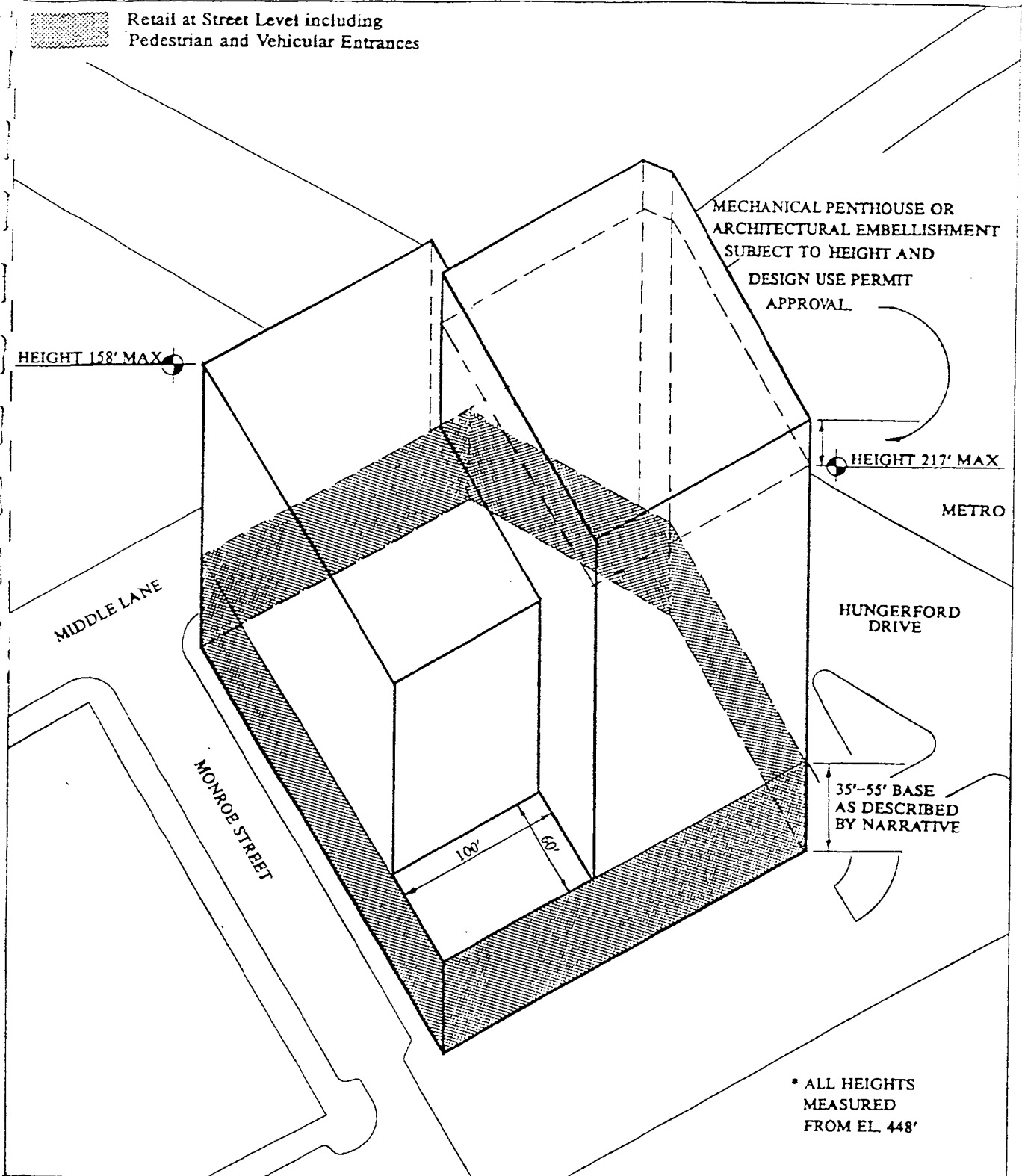
Rockville Center, Inc.



Concept Plan - Drawing #1
Building Location and Height

Rockville Center, Rockville, Maryland

Hellmuth, Obata & Kassabaum
Scale: 1"=50'
Architects & Planners

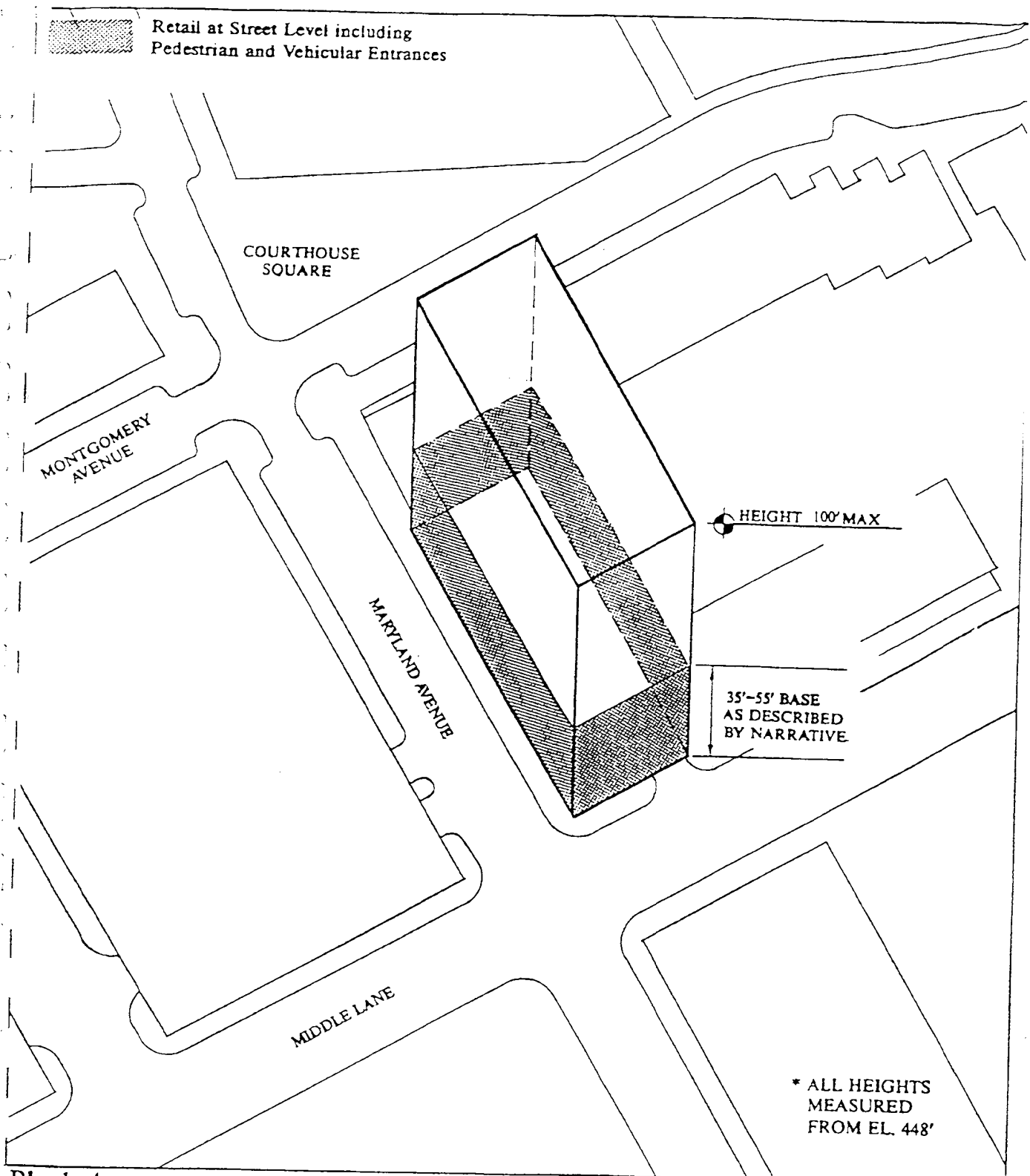


Block 1

Building height and setback axonometric

Rockville Center, Rockville, Maryland
Concept Plan - Drawing # 2

Hellmuth, Obata & Kassabaum
scale: 1" = 50' Architects & Planners

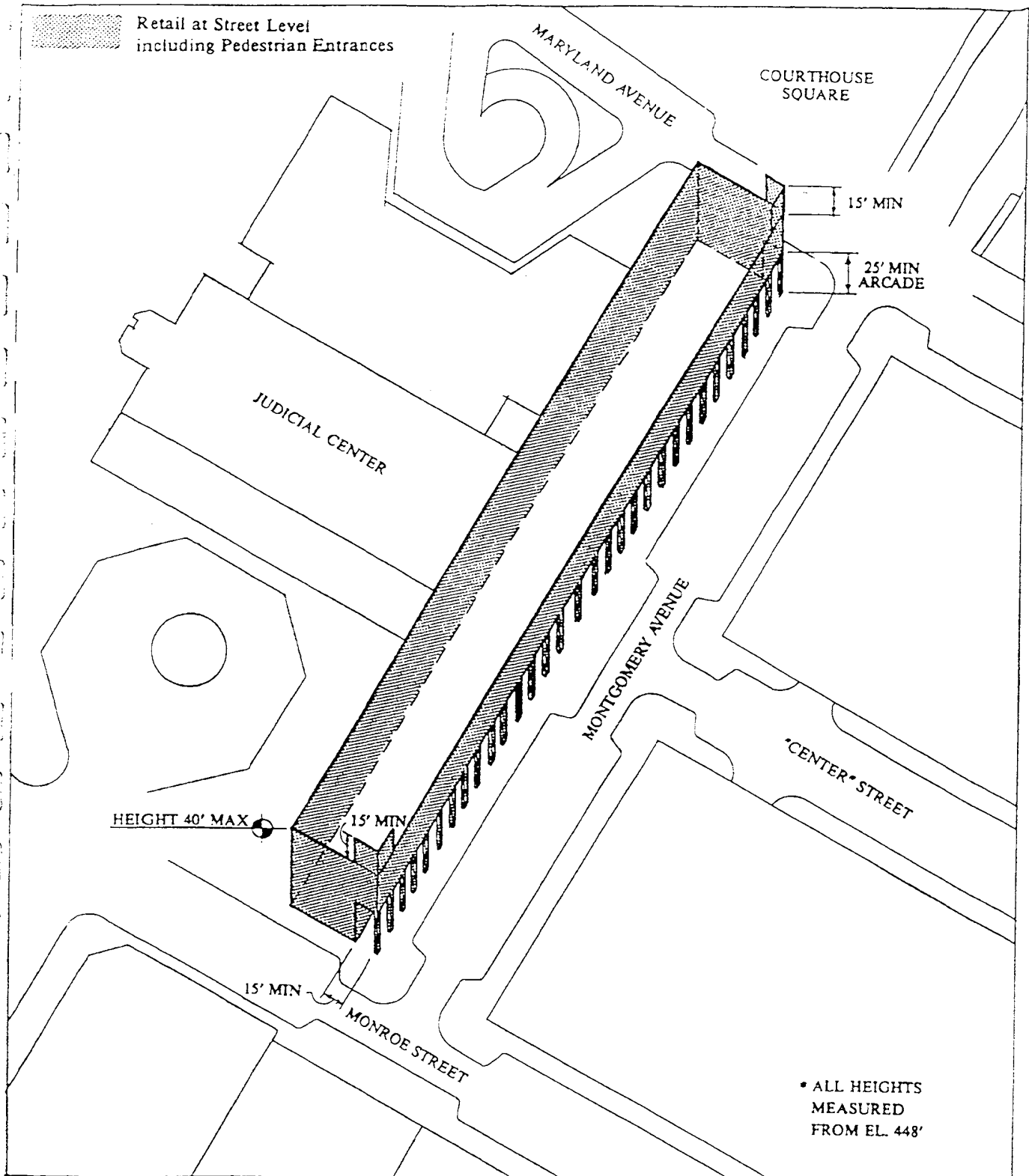


Block 4

Building height and setback axonometric

Rockville Center, Rockville, Maryland
Concept Plan - Drawing # 5

Hellmuth, Obata & Kassabaum
scale: 1" = 50' Architects & Planners

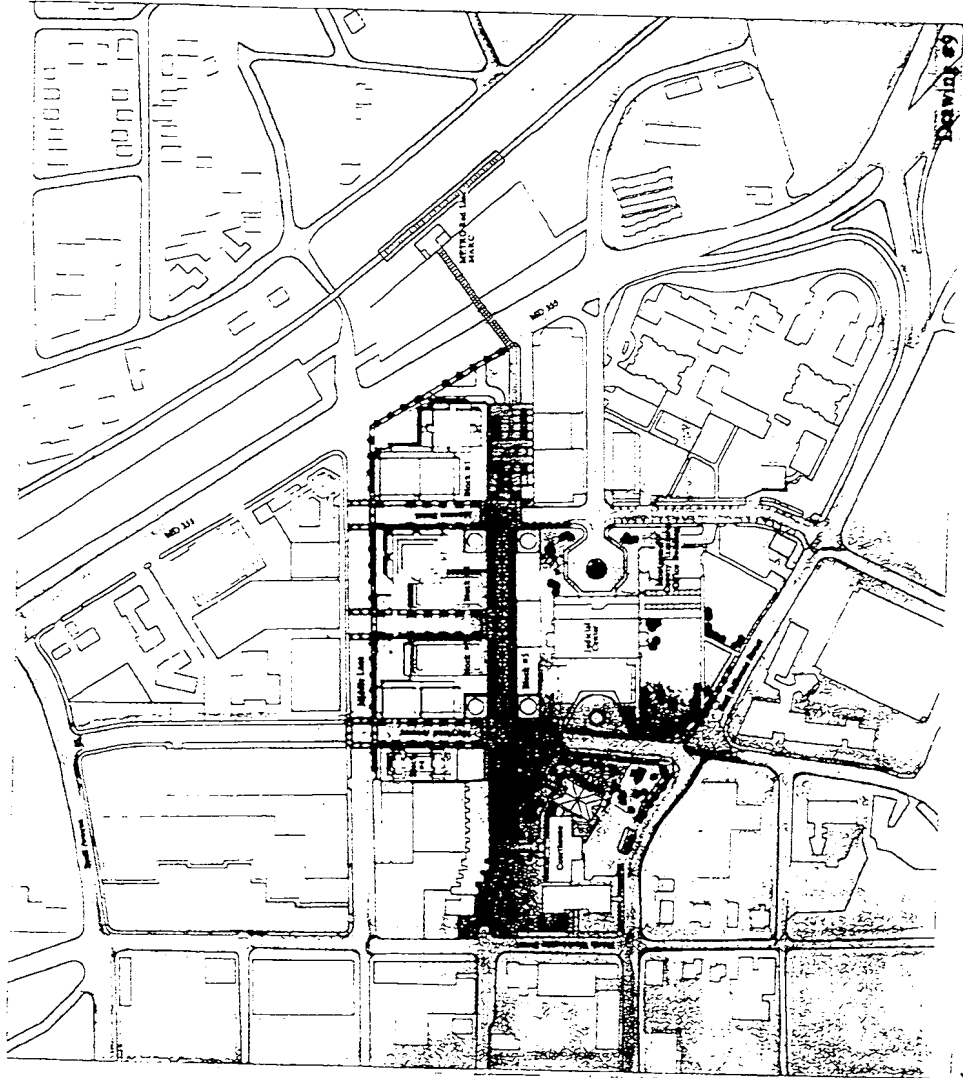


Block 5

Building height and setback axonometric

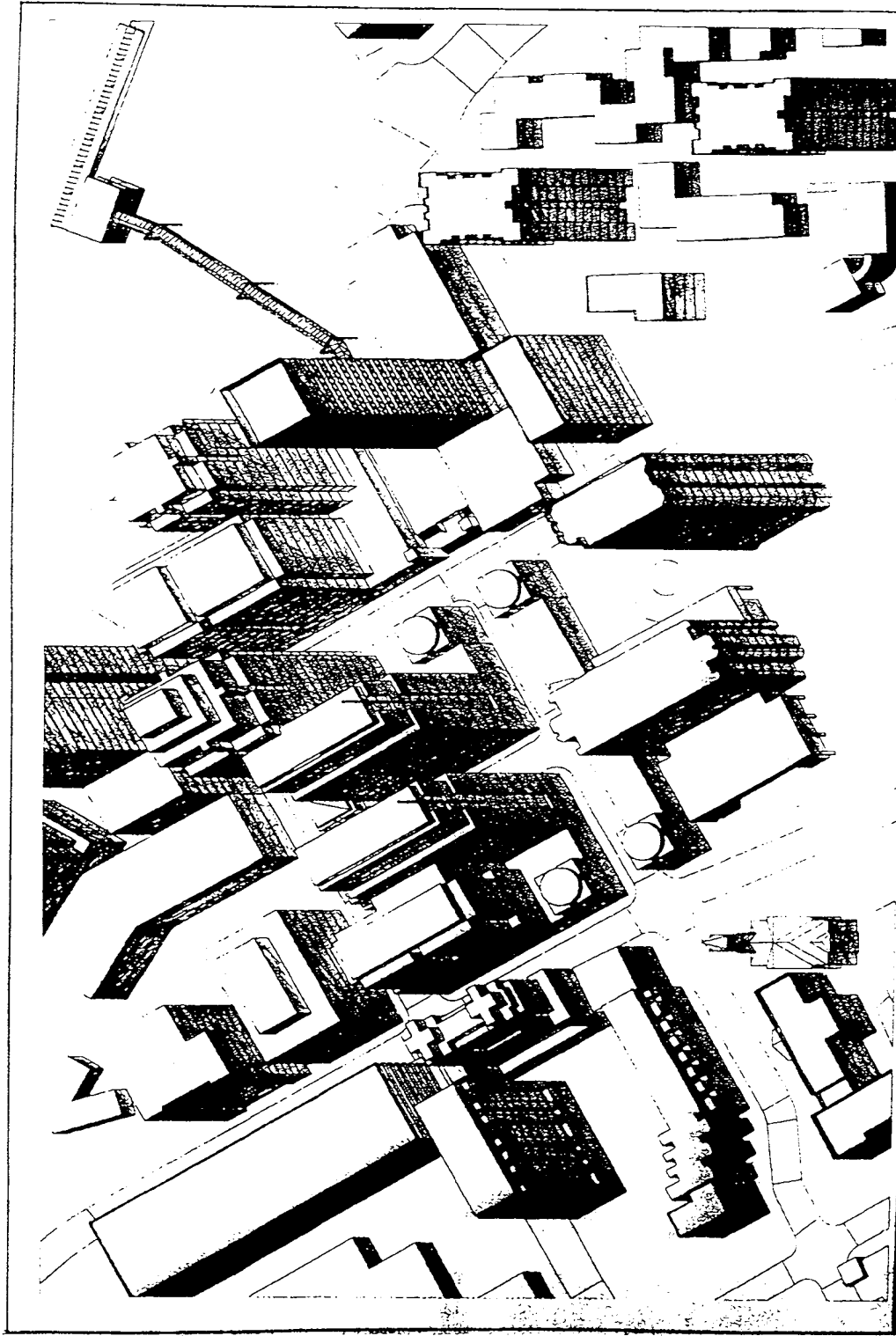
Rockville Center, Rockville, Maryland
Concept Plan - Drawing #6

Hellmuth, Obata & Kassabaum
scale: 1" = 50' Architects & Planners



Rockville Center
ROCKVILLE, MARYLAND
Hellmuth, Obata & Kassabaum, P.C.

0 20 100 400



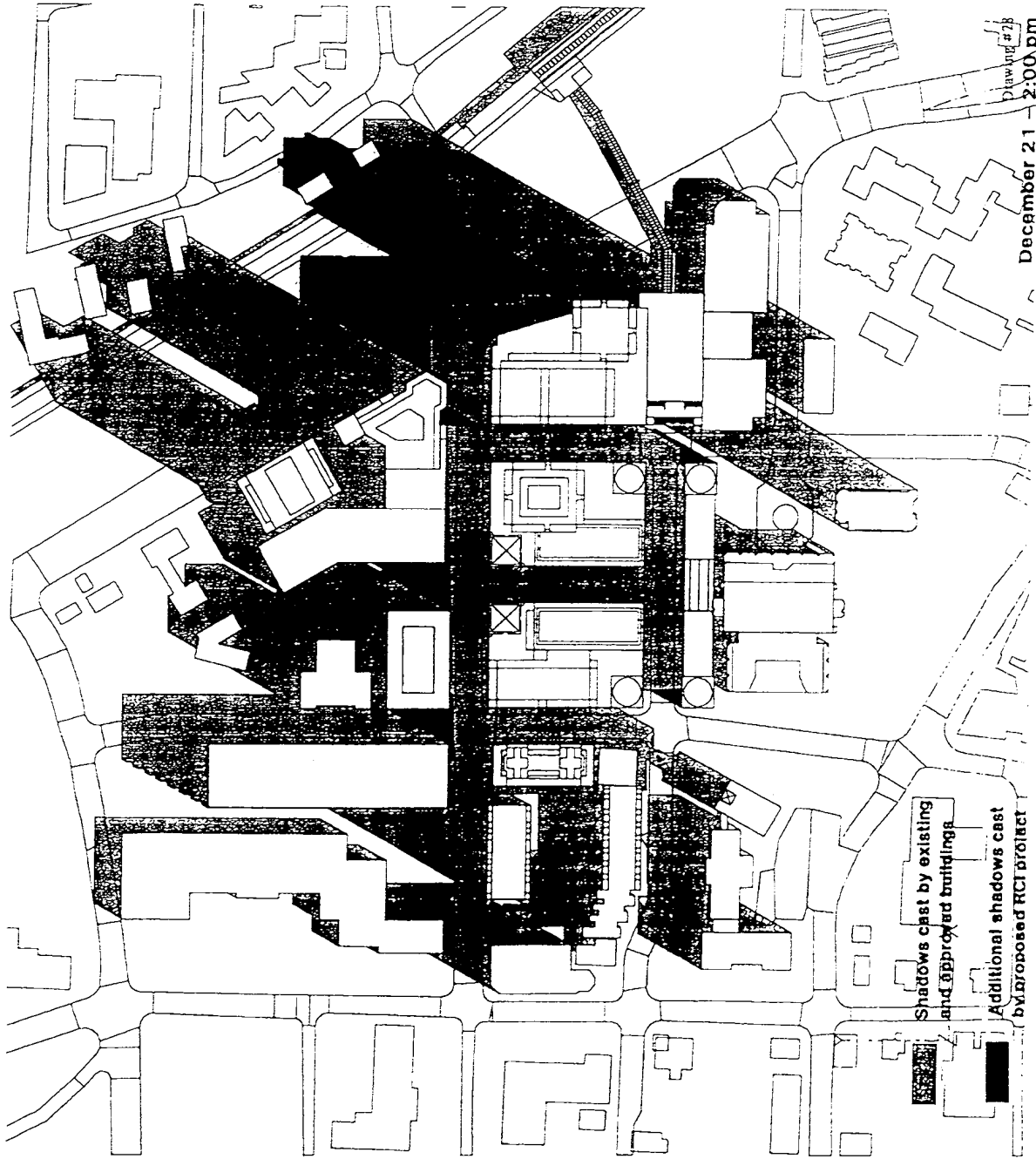
Drawing #15

Illustrative Axonometric

Rockville Center
ROCKVILLE, MARYLAND

Helmuth, Obata & Kassabaum, P.C.

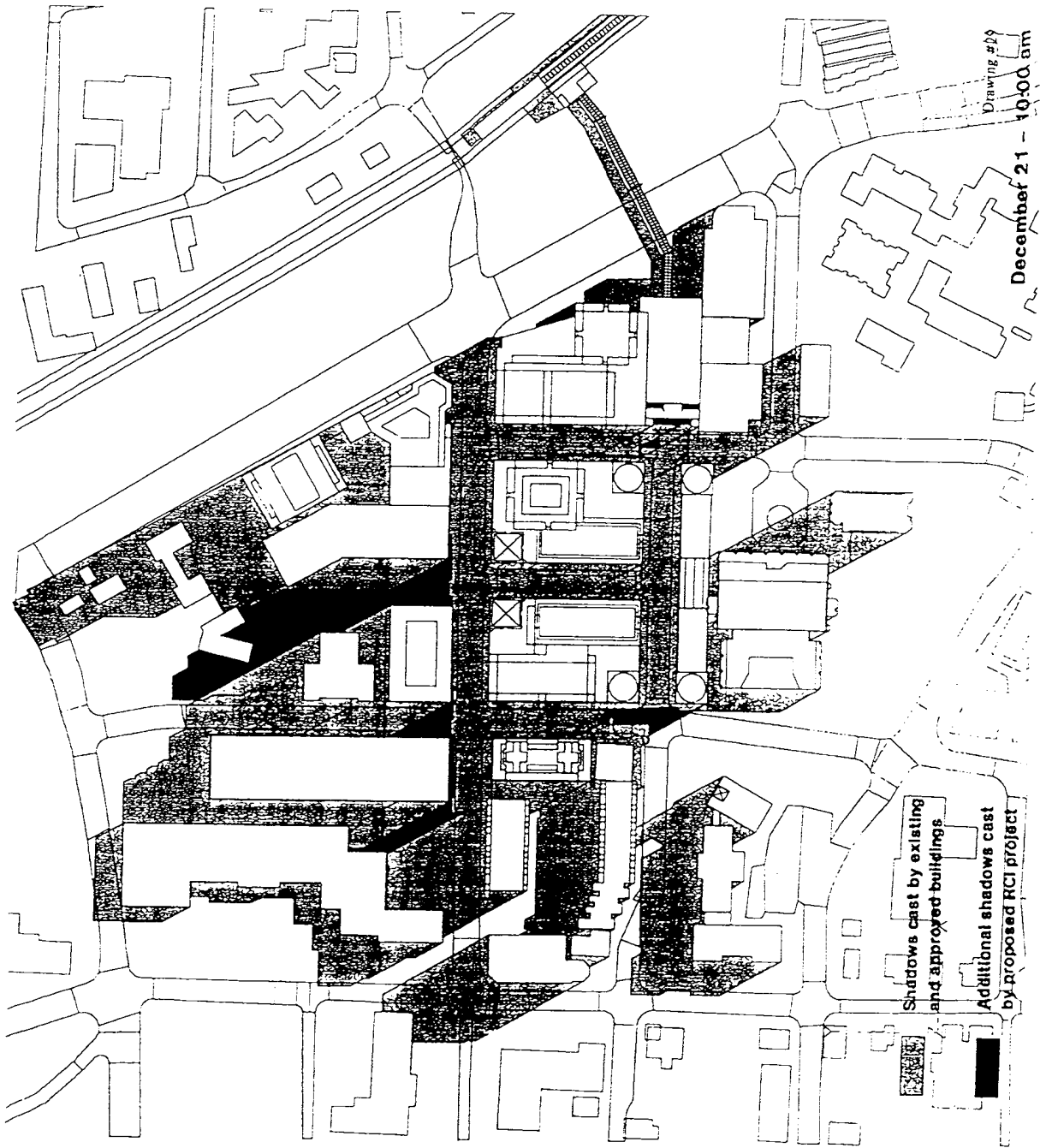
0 20 50 100



December 21 - 2:00 pm
Drawing #28

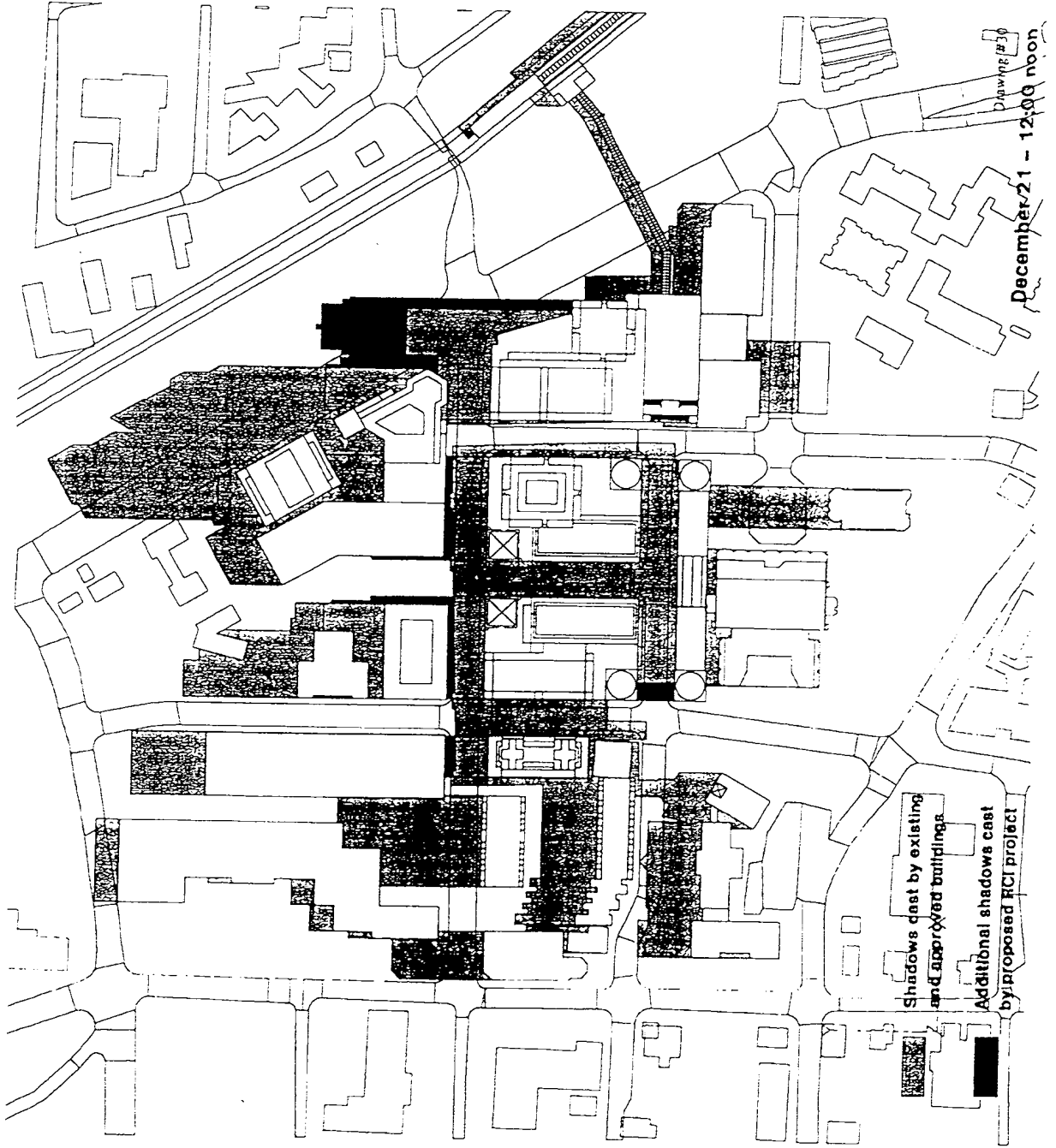
Shadows cast by existing
and approved buildings

Additional shadows cast
by proposed RCI project



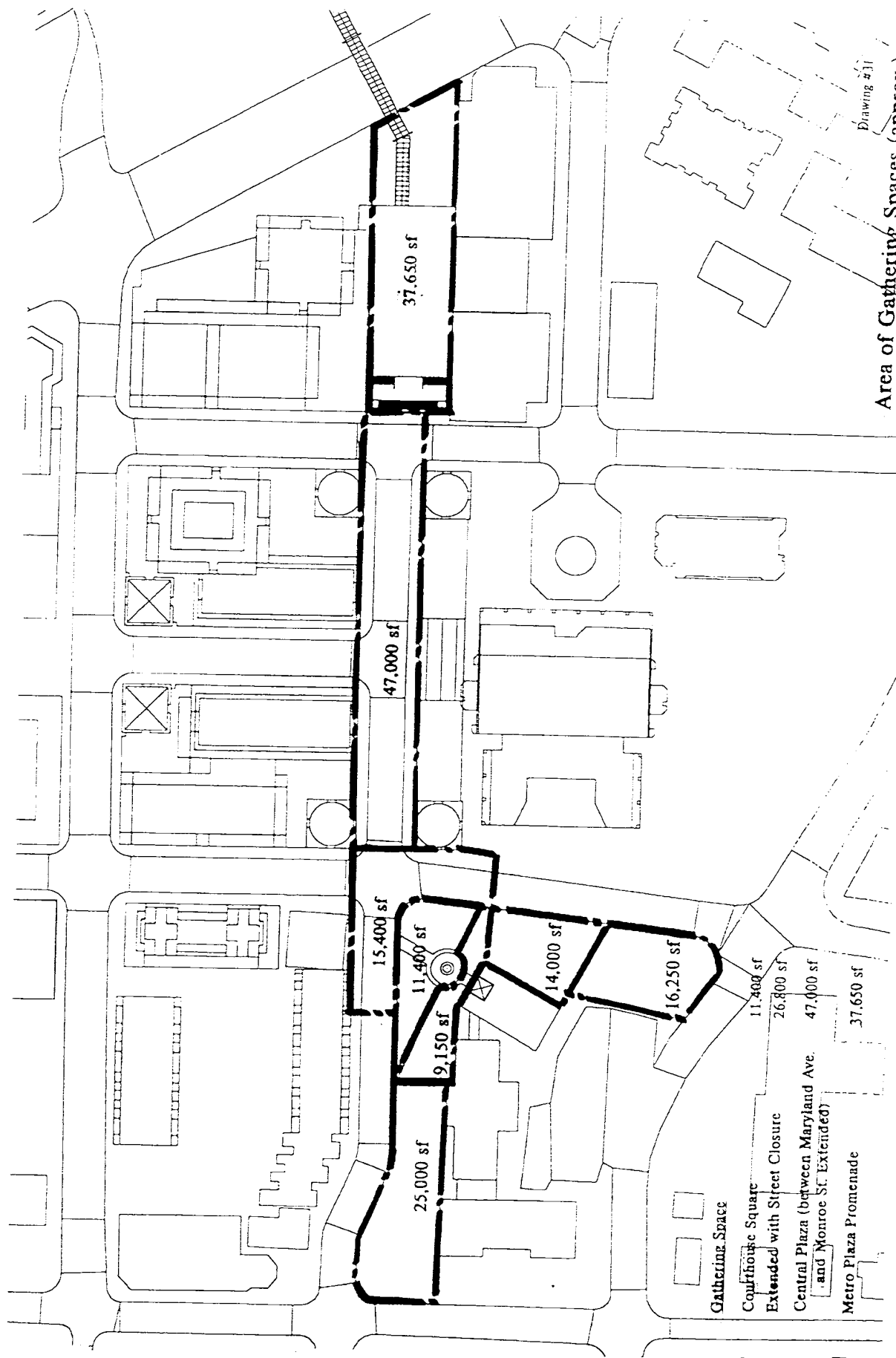
December 21 - 10:00 am
Drawing #29

Shadows cast by existing
and approved buildings
Additional shadows cast
by proposed RCI project



December 21 - 12:00 noon
Drawing #30

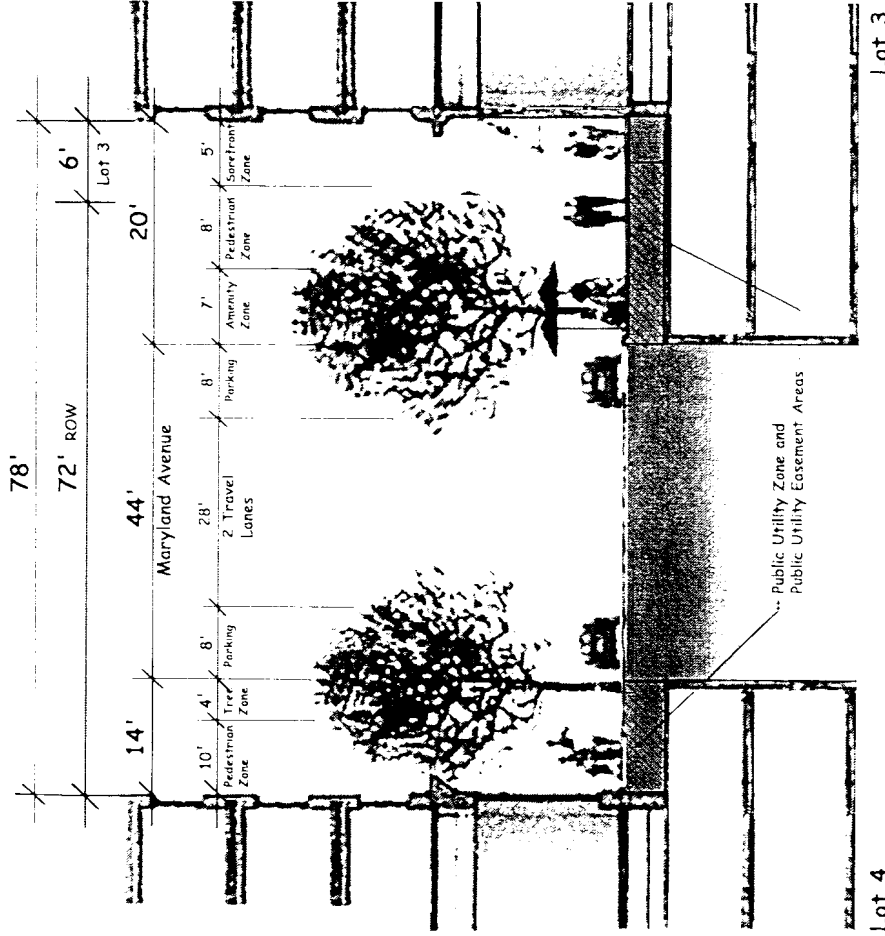
Shadows cast by existing
and approved buildings
Additional shadows cast
by proposed RCI project



Drawing #31

Area of Gathering Spaces (approx.)

EXHIBIT 5
STREET AND SIDEWALK SECTIONS

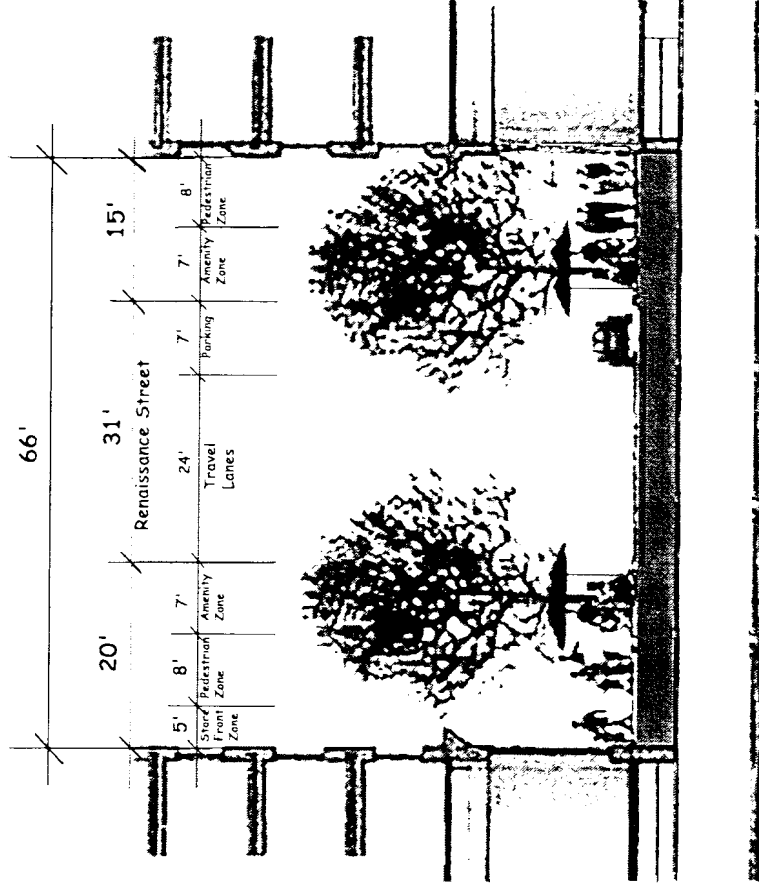


Akridge
Washington, DC

The Fitzgerald
Rockville, Maryland

PDP94-001

April 19th, 2005



Business District
Classification

Lot 3

Lot 2

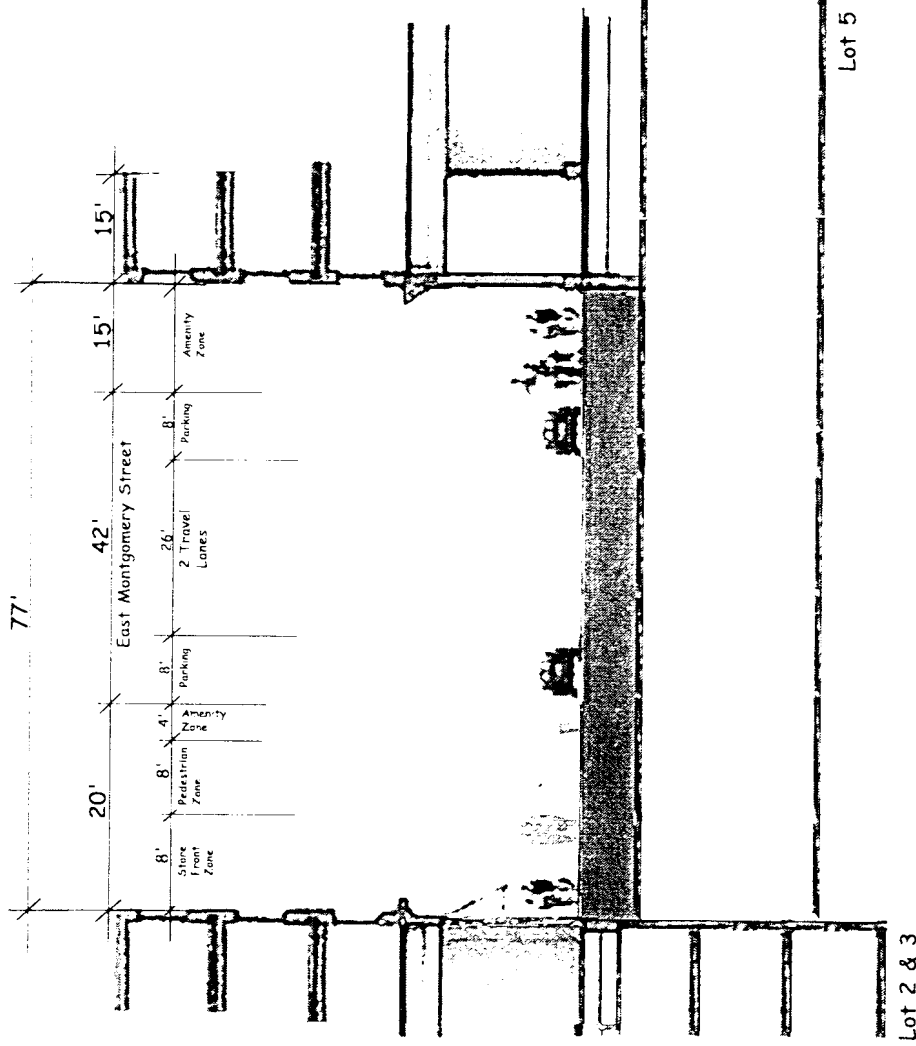
Akridge
Washington, DC

RENAISSANCE STREET

The Fitzgerald
Rockville, Maryland

PDP94-001

April 19th, 2005



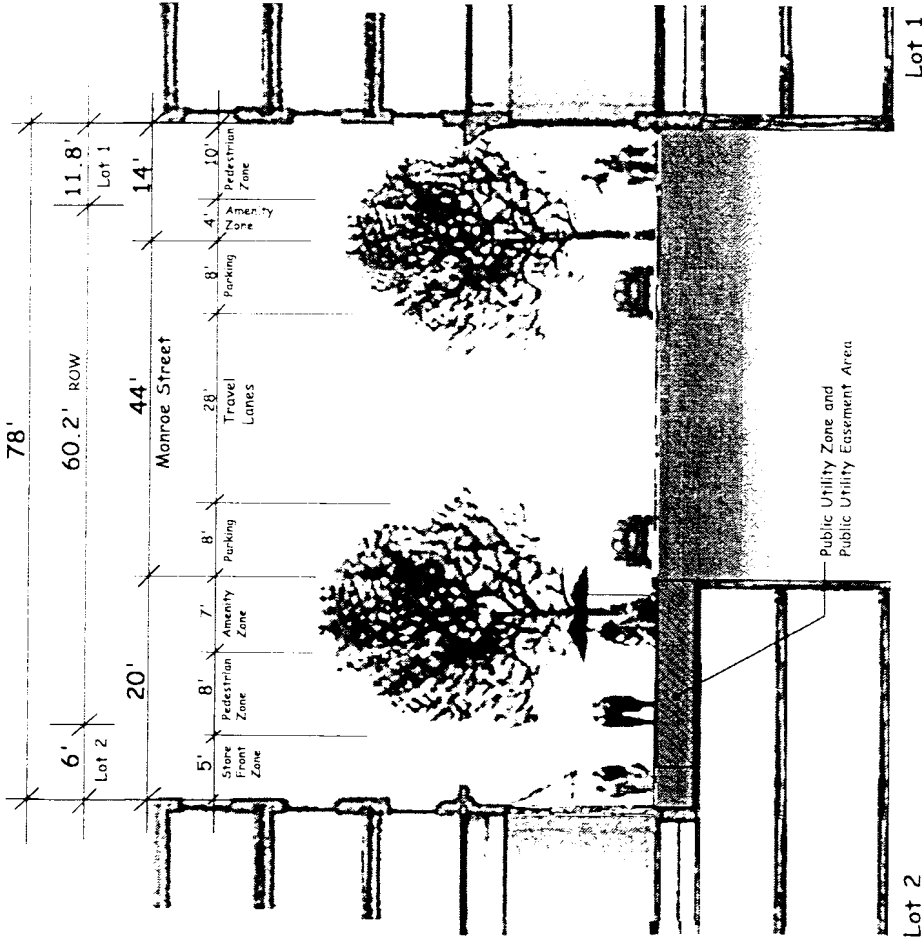
Akridge
Washington, DC

The Fitzgerald

Rockville, Maryland

PDP94-001

April 19th, 2005



Akridge
Washington, DC

The Fitzgerald
Rockville, Maryland

MONROE STREET

PDP94-001

April 19th, 2005

EXHIBIT 6 (a), (b), (c)
STREETSCAPE DESIGN GUIDELINES
KEY URBAN ELEMENTS MAP
STOREFRONT DESIGN GUIDELINES

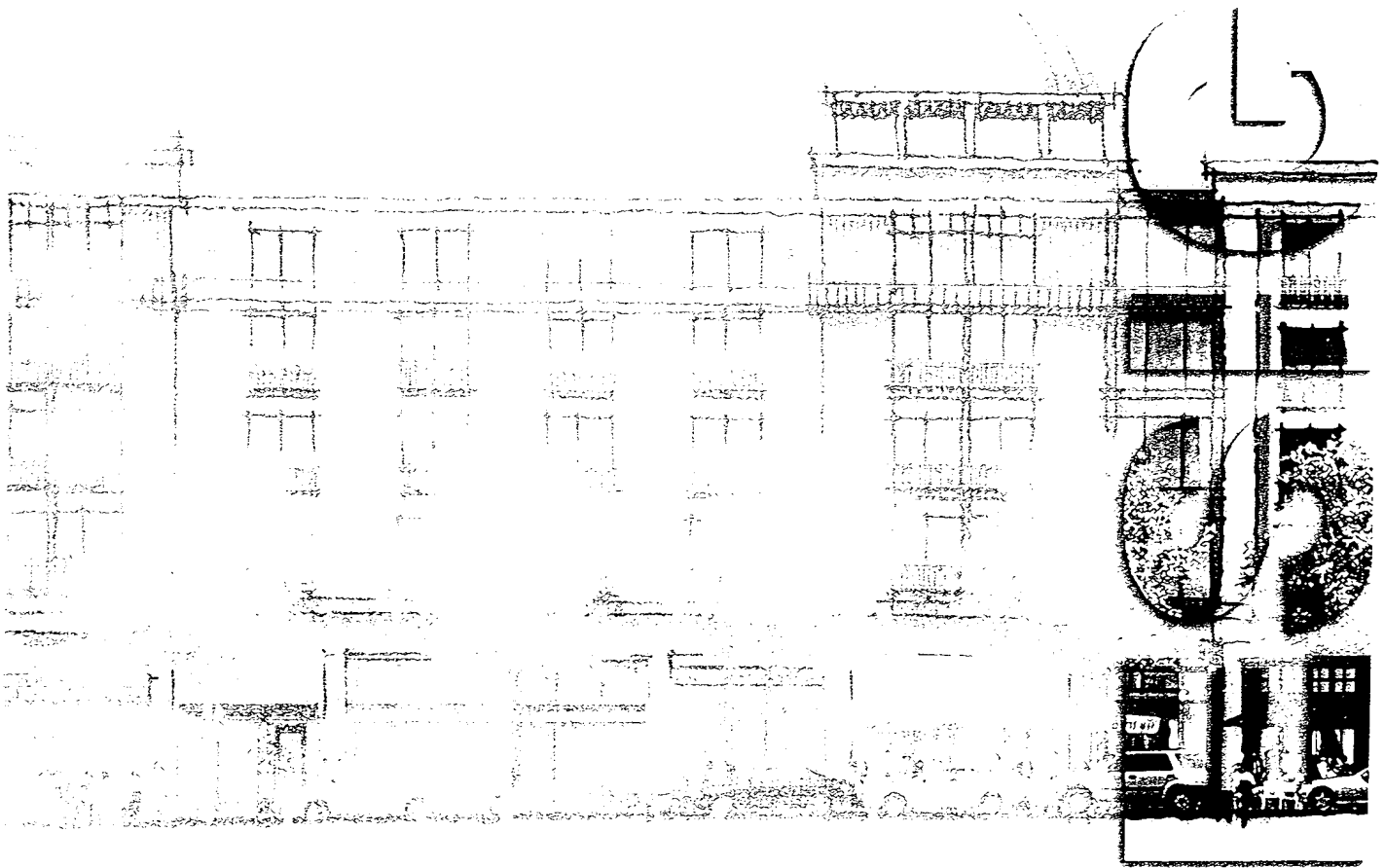
EXHIBIT 6 (a)
STREETSCAPE DESIGN GUIDELINES

ROCKVILLE TOWN CENTER

August 4, 2003

Approved by Mayor & Council
on August 4, 2003

Approved by Planning Commission
on June 25, 2003



City of Rockville
111 Maryland Avenue
Rockville, Maryland 20850
www.ci.rockville.md.us

SEINFELD

Streetscape Elements

A successful neighborhood is not complete until its open space, streets and sidewalks have been "furnished". The items that are referred to as streetscape elements in this guideline include such things as sidewalks, benches, trash receptacles, etc. These are the elements that help to reinforce the character of the neighborhood. Other items such as fountains and kiosks fit into this category and are included in this guideline, but are of course, more selective and dependent on specific locations on the plan.

The following section addresses a full "catalog" of streetscape elements that are to be considered as part of the overall Town Center vocabulary. The catalog is meant to establish a minimum standard for streetscape elements, and encourages developers and designers to place as much importance on the selection of these elements as they do on the architecture and open space design. Rockville Town Center as a whole will only be as good as the sum of "all" of its parts.



Streetscape Elements

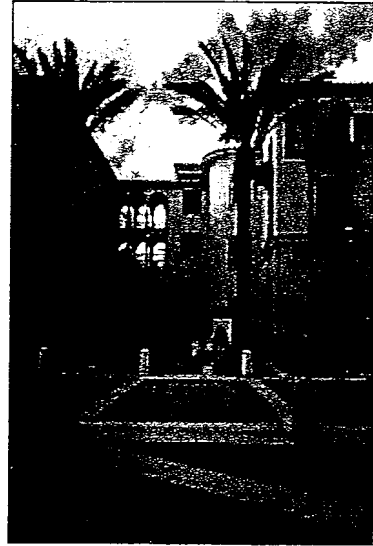
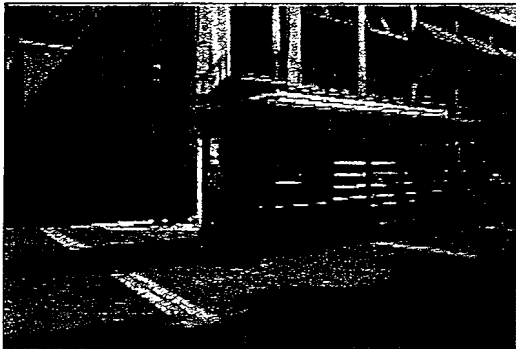
Rockville Town Center

Section 13.1

Streetscape Elements

Street Paving

- *Should typically be asphalt*
- *Special areas such as the Town Plaza extension should be executed in concrete, brick or asphalt pavers or stamped asphalt or concrete*
- *Paving patterns, colors and textures should complement surrounding streets and buildings*
- *Should reflect or complement other existing street paving in the Town Center*

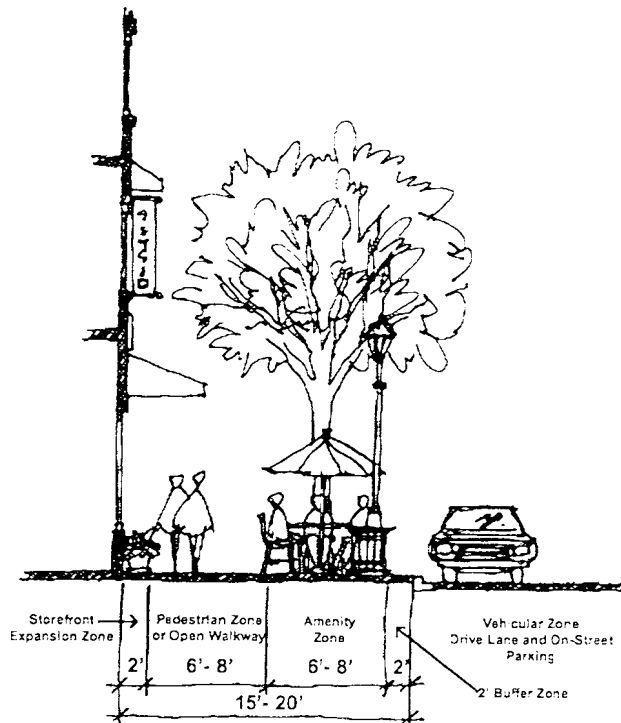


Street Paving

Streetscape Elements

Sidewalks

- Should be comprised of a "pedestrian zone" nearest the facade for building access and window shopping and an "amenity zone" nearest the curb for trees, plantings, street furnishings and cafe seating when there is sufficient width
- Should have a higher level of finish on pedestrian oriented, mixed-use streets (pavers, colored stamped concrete, etc.)
- May be predominately concrete with accent pavers on secondary streets
- Openings for planters should be provided in the amenity zone and should be consistent with street tree plan



NOTE: Dimensions will vary depending on location

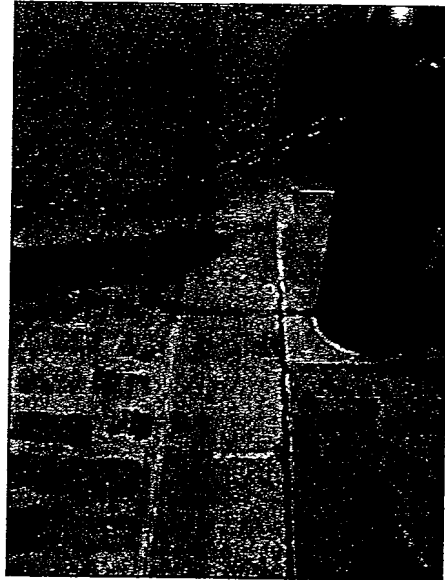


Sidewalks

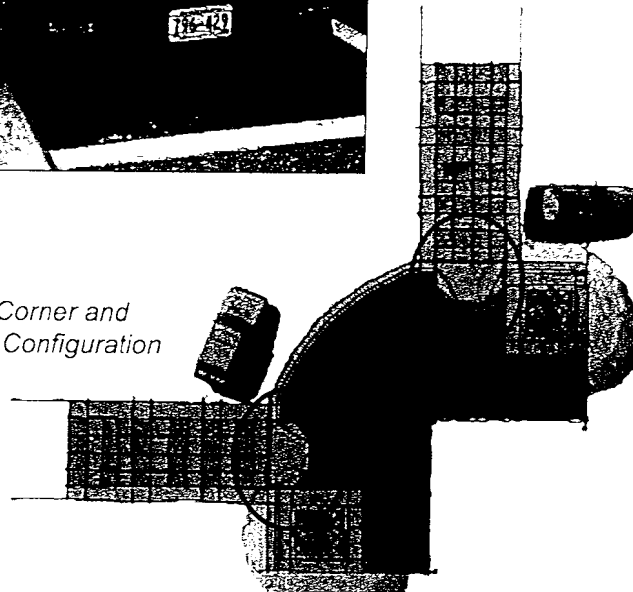
Streetscape Elements

Curbs & Curb Ramps

- Should be placed at all crosswalks in Rockville Town Center and should align with similar curb ramps across the street
- Curb ramp materials should be the same as those used for sidewalks
- 'Curbless' conditions may exist to accommodate special situations such as street fairs or festivals
- Should adhere to all applicable ADA requirements



Typical Corner and
Crosswalk Configuration



Curbs & Curb
Ramps

Rockville Town Center

Section 10.7

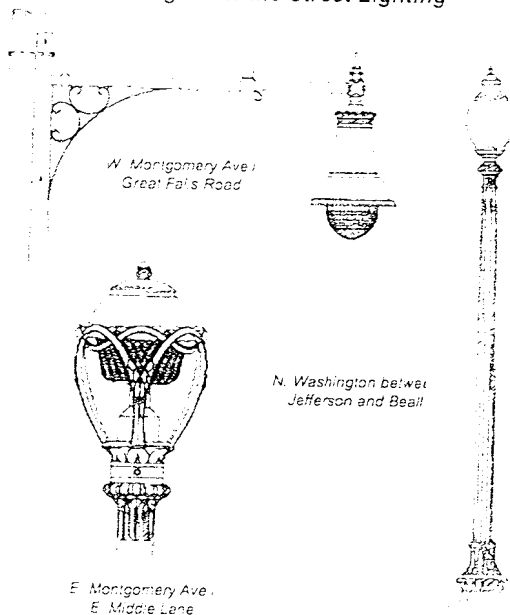
Streetscape Elements

Street Lighting

- Should be located as part of the streetscape and function as a unifying element of other streetscape items including trees, benches and paving
- Should be located at the same distance from the street edge along the length of the entire street
- Style should integrate and complement the architectural vocabulary of Rockville Town Center by integrating the free-standing globe fixtures used on N. Washington (see below)
- Fixtures should exhibit an aesthetic as well as functional purpose to create interest and a sense of scale for the pedestrian
- Luminaires should be translucent or glare-free using opaque glass or acrylic lenses
- Diffusers and refractors should be installed to reduce unacceptable glare; particularly adjacent to residential areas



Existing Rockville Street Lighting



Street Lighting

Rockville Town Center

Section 13.5

Streetscape Elements

Special Effects Lighting

- *May include string lighting in trees or up-lighting on trees*
- *Fixtures should blend in with surroundings*
- *Should be waterproof and light should be shielded so as not to impair a pedestrian's vision or vehicular traffic*



Special Effects Lighting

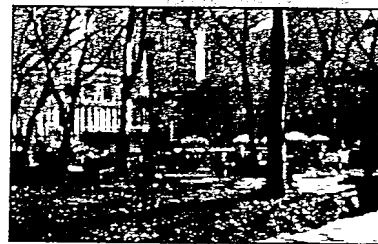
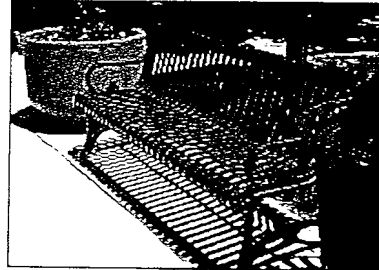
Rockville Town Center

Section 13.6

Streetscape Elements

Seating, Benches & Bus Shelters

- Should be grouped together as much as possible and be placed at busier pedestrian nodes or gathering places
- Should be designed and placed appropriately to provide an amenity to the public
- Can be manifested in permanent planter edges
- Should not obstruct views for vehicles, sidewalks for pedestrians, or signs and displays for businesses
- Should blend in with the surroundings or be specified in a complimentary accent color
- Outdoor cafe seating should also follow the guidelines listed above and recognize the designated amenity zone as the proper placement for such
- Bus shelter locations should be coordinated with streetscape design

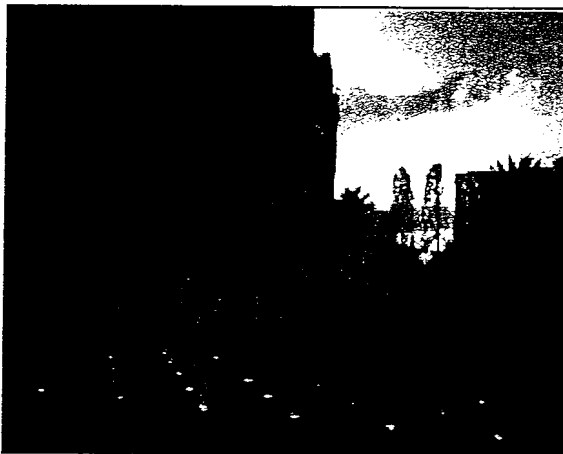
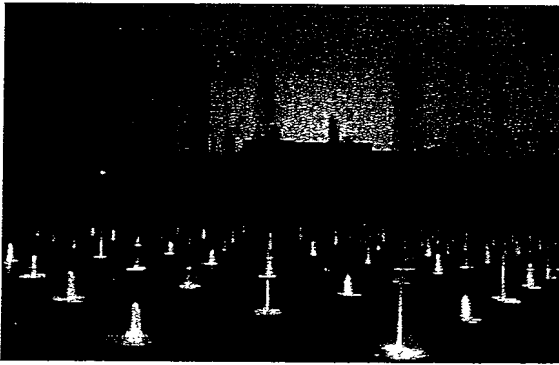


Seating & Benches

Streetscape Elements

Fountains

- Should be located in key public areas such as the Town Square or at street corners where they help attract attention and draw in pedestrians
- Should allow for ample pedestrian circulation on all sides
- May be designed to encourage "sitting" along the edges or interaction from the public via choreographed movement



Fountains

Streetscape Elements

Public Art

- Should be "accessible" physically and intellectually
- Should tie to the history of Rockville or tell a story significant to Rockville; if possible, should be created by a local source
- Should be considered as part of a collection or Rockville art program, not a single piece
- May include water, seating, planting, decorative architectural elements or plaza space as part of the design
- Should be visible, but not interfere with pedestrian circulation or create a traffic hazard
- Should be made of durable, weatherproof materials
- Should be crafted, not "sharp"
- Should be designed to avoid physical hazards to the public who come in contact with it
- Should avoid locating any free-standing vertical pieces within the area designated for performing arts functions
- Should be consistent with Town Center Arts Plan

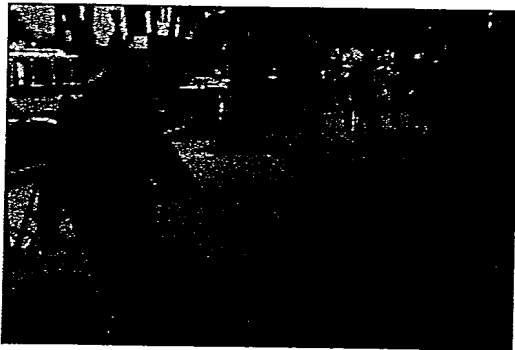


Public Art

Streetscape Elements

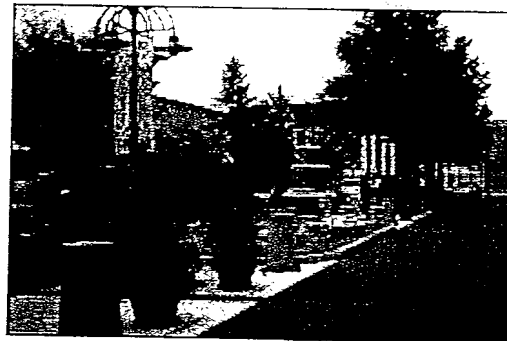
Tree Grates

- Should be used wherever a tree is placed within a high traffic area
- Should allow for tree growth and be made of ductile iron; should also be factory painted
- Electrical outlets should be provided within the grate area to allow for lighting opportunities
- Should be designed to support uplighting



Planting Pots & Planters

- Used in addition to landscape planting areas to compliment the surrounding streetscape by adding color and variety
- Can be placed anywhere pedestrian or vehicular traffic is not disturbed, but may function as a separation between pedestrians and vehicles
- Large pots are preferred to fixed boxes to allow for maintenance or service access
- Ideal near seating areas, but plant materials should not interfere with circulation or comfort

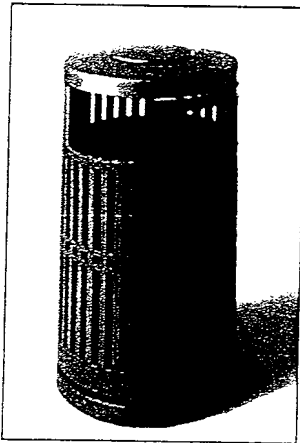
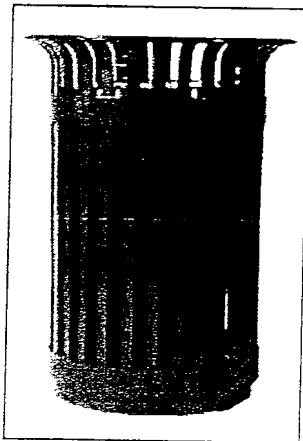


Tree Grates/Planting Pots & Planters

Streetscape Elements

Trash Receptacles

- *Should be located conveniently for pedestrian use and service access in significant areas and gathering places*
- *Should be permanently attached to deter vandalism and have sealed bottoms with sufficient tops to keep contents dry and out of pedestrian view*
- *Restaurants with outdoor seating should provide additional trash receptacles near seating*
- *Should blend in with the surroundings or be specified in a complimentary style or accent color*

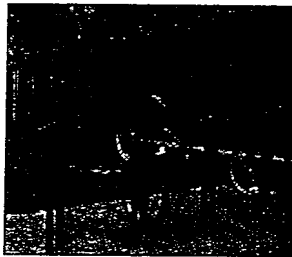
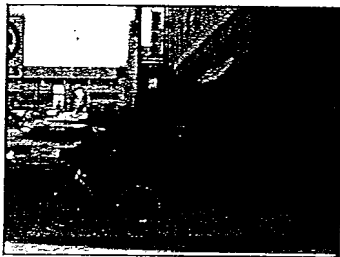


Trash Receptacles

Streetscape Elements

Bicycle Racks

- Should be permanently mounted and placed in convenient locations throughout public spaces to encourage bicycle use
- Should be placed so as not to obstruct views or cause hazards to pedestrians or drivers
- Should exhibit a simple and easy design that allows for convenient and safe use by the public

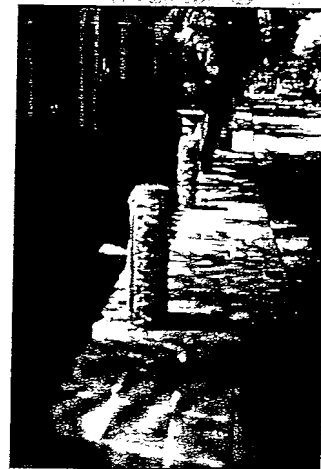


Bollards

- Should integrate with and aesthetically complement the overall streetscape concept
- Design should respond to the area it supports (Plaza vs. Services)
- Should be setback from curbs to allow un-obstructed opening of parked car doors

May be chained or cabled together to ensure pedestrian safety or define areas for public functions

- Removable bollards should be used where service vehicles need access and for street closures in the event of festivals or community events

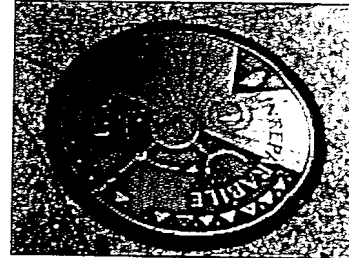


Bicycle Racks/Bollards

Streetscape Elements

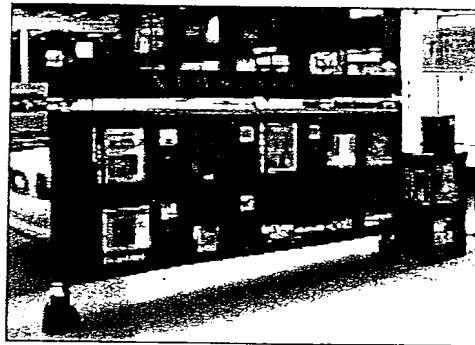
Utility Accessories

- *Includes utility boxes, meters, man hole covers and fire hydrants; should be coordinated with other streetscape accessories*
- *Readily accessible and placed so as not to obstruct pedestrian movement*
- *Minimize visual and physical impact as much as possible*
- *Should blend in with the surroundings or enhance the area*



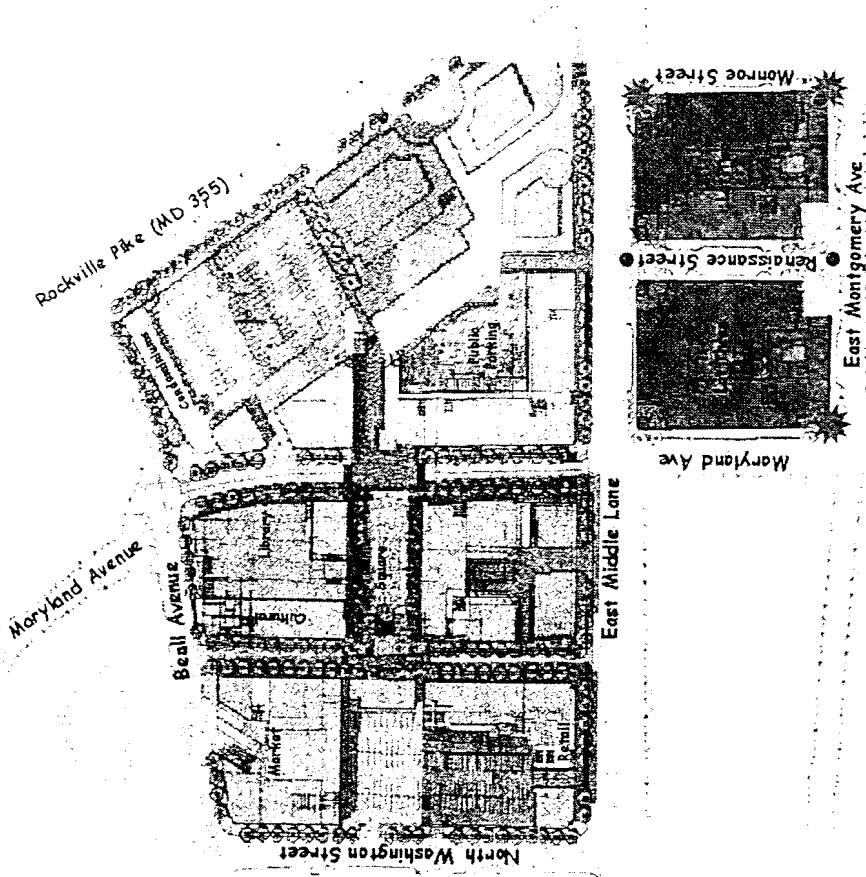
Newspaper Racks

- *Should be grouped together as much as possible and be placed at busier pedestrian nodes or gathering places*
- *Should be designed and placed appropriately to provide a service to the public*
- *Should not obstruct views for vehicles, sidewalks for pedestrians, or signs and displays for businesses*
- *Should blend in with the surroundings*



Utility Accessories/Newspaper Racks

EXHIBIT 6 (b)
KEY URBAN ELEMENTS MAP



Akridge
Washington, DC

KEY URBAN ELEMENTS OF DESIGN GUIDELINES

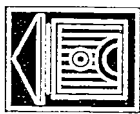
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April 19th, 2005

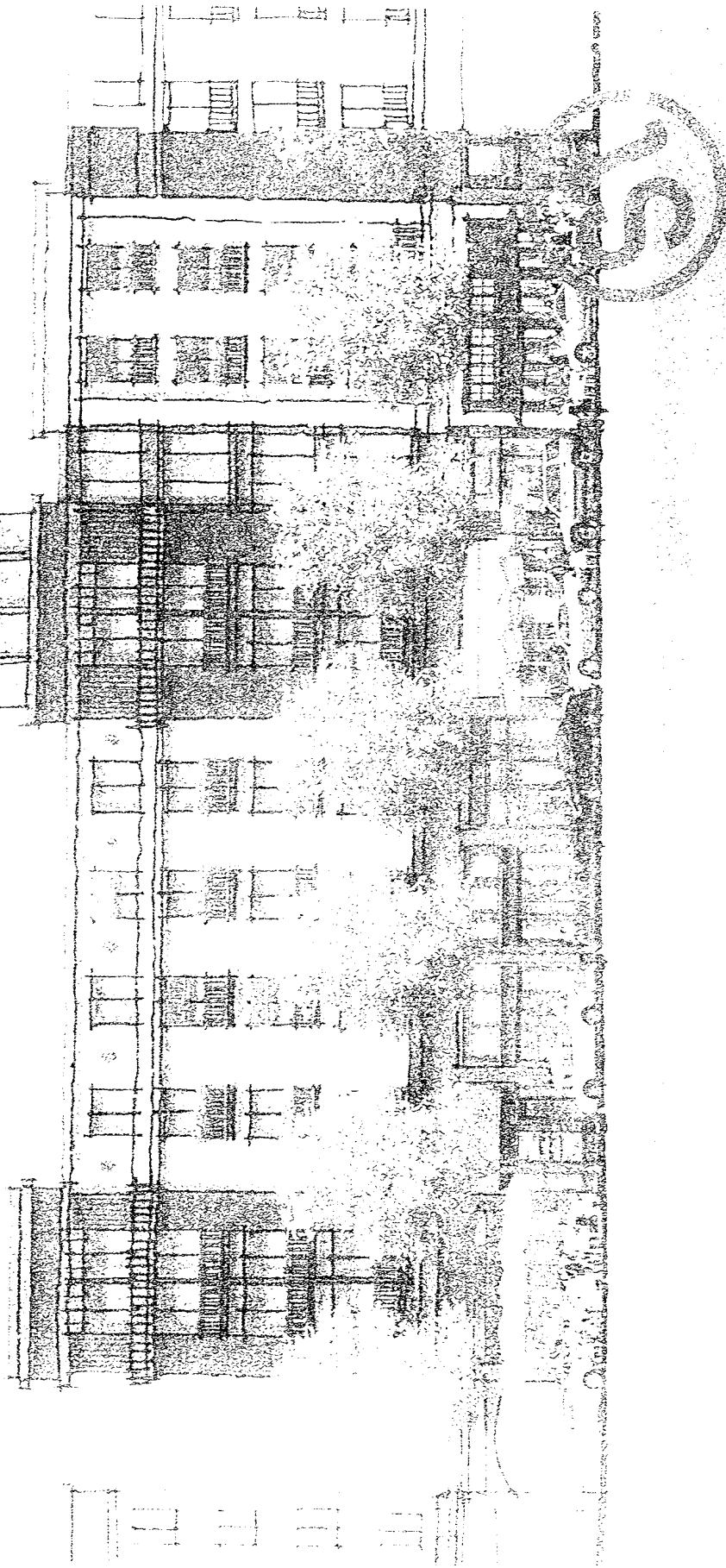
EXHIBIT 6 (c)
STOREFRONT DESIGN GUIDELINES

ROCKVILLE TOWN SQUARE

November 30, 2004



FEDERAL
REALTY
INVESTMENT
TRUST



Handbook

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Rockville Town Square

Design Criteria Intent



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Rockville Town Square will be a "great urban place". A cosmopolitan mix of the finest in retail, dining services, workspaces and homes, the center will serve a community rich in intellectual and cultural resources. In order to achieve this ideal, the project shall strive for the highest quality of design not only in architectural expression, but also in the streetscape and landscape. This richly diverse environment sets the stage for a "retail layer" which will bring the center to life. Because of the investment in quality in all aspects of Rockville Town Square, the following criteria seeks to encourage the creative, individual expression of a Tenant's identity through the thoughtful use of lighting, signage, and storefront design.

The Landlord is dedicated to creating and fostering a unique and active streetscape, one that combines a rich diversity of styles, identities, and commercial personalities. Retail identities will be characterized by their creativity of expression, and are intended to mirror the chronological growth of a traditional "main street".

The following criteria is a minimum standard. It is meant to guide a Tenant's creative expression of their identity, and restrict as little as possible. National and regional Tenants who have a standard recognizable storefront design are expected to tailor their designs to integrate with Rockville Town Square's overall identity. Through the use of carefully selected materials, colors, graphics, effective lighting, sensitive detailing, and fixtures, each store should become a distinctly expressive participant in creating and improving the overall environment.

To ensure the execution of work in the most professional manner, it is required that all design professionals (architects, engineers, etc.) be currently registered in the state of Maryland. And finally, the Landlord reserves the right to review and approve all design work to verify that it meets the design standards and intent of this document. Prior to permit submission, Landlord's approval of tenant storefront is required.



Rockville Town Square

Design Criteria Intent

Section 1.2

Design Criteria Intent



The following criteria do not represent a strict formula for design success. Rather, they establish goals and directions that require a design response, as well as provide a reference for quality standards. Similarly, the landlord's design review will consider not only specific issues of design such as form, materials, details, and signage, but also the Tenant's success in establishing their identity. In doing so, the Tenant and the Tenant's Architect assume the following important obligations:

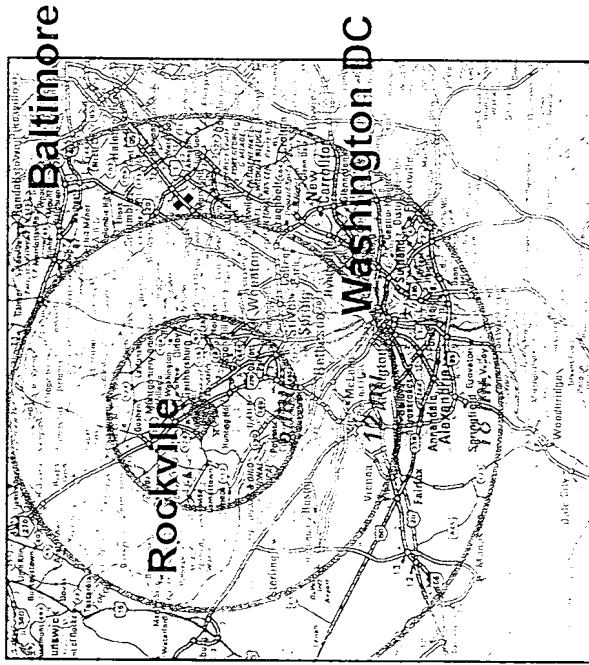
- Maintain and enhance the high standards of quality established for Rockville Town Square
- Respond to the actual physical conditions of the Tenant's specific location.
- Fulfill the intent of the criteria in both concept and detail.
- Ensure the quality of execution in all finishes, materials, and details pertaining to actual construction.

The following basic objectives are required of all store designs at Rockville Town Square:

- Store images must be creatively adapted. Tenants may wish to consider new ways of establishing their storefront design image to integrate with the Rockville Town Square environment.
- A total store design must be developed.
- A total store image should coordinate the exterior storefront and interior design with the store's merchandising plan and retail story. Other disciplines not directly involved with store design (such as marketing) may be able to provide key input in developing a plan of execution.

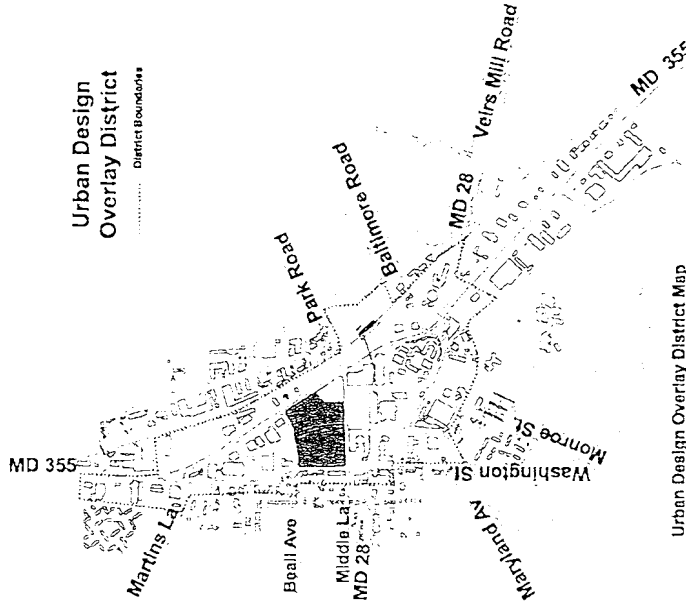
Location Map

Rockville Town Square
Rockville, Maryland



Rockville is one of Maryland's largest cities and is the county seat of Montgomery County. It occupies 13.03 square miles within the Washington D.C. area, and is located 12 miles northwest of the nation's capital. A major portion of the prestigious I-270 corridor is within the City's corporate limits.

Rockville Town Square



The development area addressed in this document (see shaded area above) is located in the first phase of a comprehensive Rockville Town Center Master Plan project. As the center of the Urban Design District, this area will be the focal point and "true" center of Rockville Town Center.

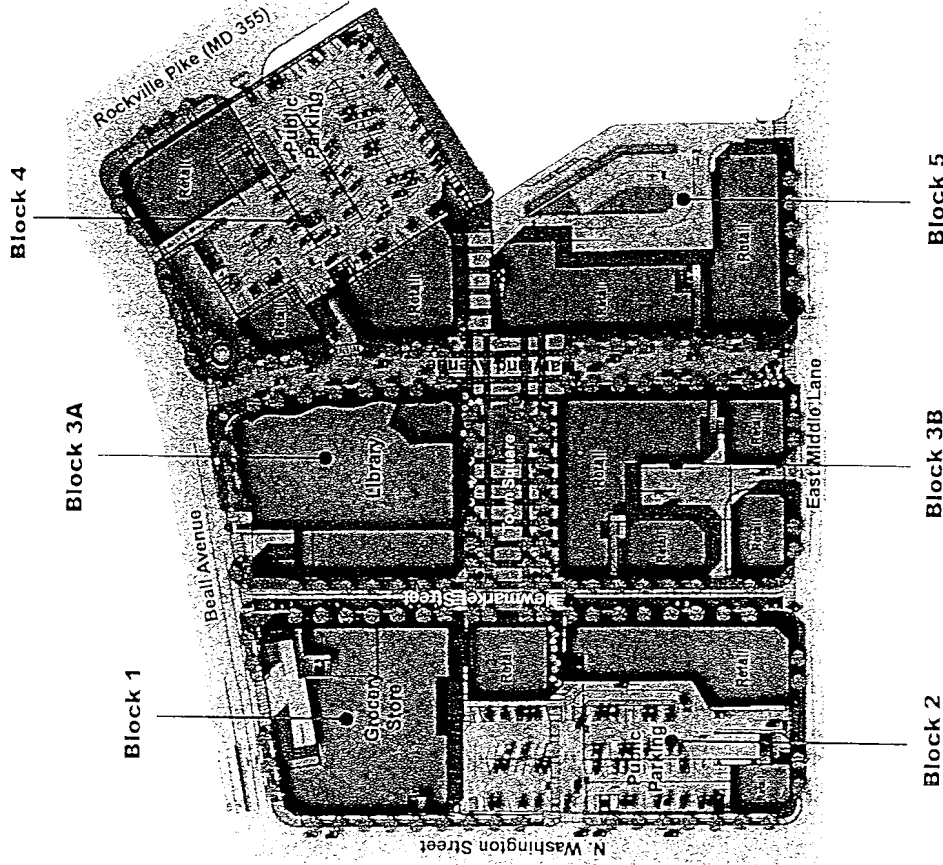
Location Map

Section 1.4

Site Plan + Program



- **Regional Library**
Three (3) Floors
Front faces Town Square
Serves as North Anchor of Town Center
66,000 Square feet (approximate) of Library Function
33,000 Square feet (approximate) of Office Space
- **Town Square**
29,000 square feet
Local point-of-point of Town Square
Open Space to provide area for community events (Hometown Holidays, Spirit of Rockville, farmer's market etc.)
Convenient pedestrian thoroughfare for all Town Square elements
Encourages seating and gatherings
- **Cultural**
2 or 3 floors above street retail
Located next to Regional Library on the Town Square
- **Parking Garages**
Three (3) Public Garages
One (1) Private Garage
On-Street Parking on Maryland Avenue and Market Street
1,000 public parking spaces
- **Street Retail**
170,000 square feet (approximate)
Multiple restaurants First Floor locations only
30,000 square feet Grocery Store
- **Residential**
632 Multifamily residences
Four (4 or 5) Floors above street retail



Ground Floor Plan

Site Plan + Program

Section 1.5

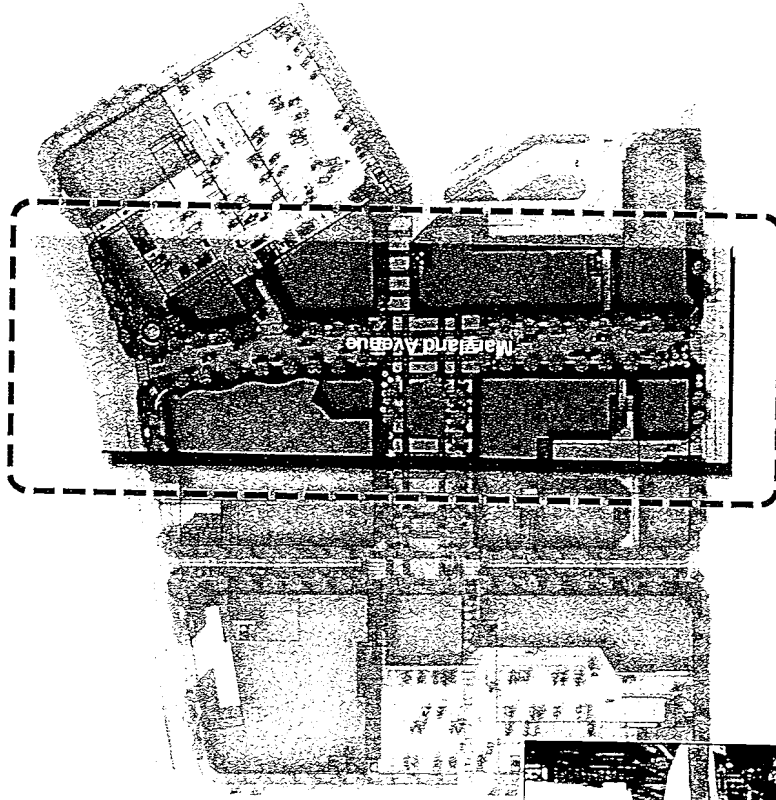
Rockville Town Square

Design Districts



Maryland Avenue

Maryland Avenue is the "main street" for the new Rockville Town Square. It is the major north/south spine, therefore, it has been strategically integrated into the new Town Square as a visible extension by way of special paving. The street design reflects two-way traffic as opposed to one-way traffic on Newmarket Street, and the generous sidewalk proportions allow for outdoor cafe seating. Most importantly, retailers will have a highly visible street presence.



Rockville Town Square

Maryland Avenue

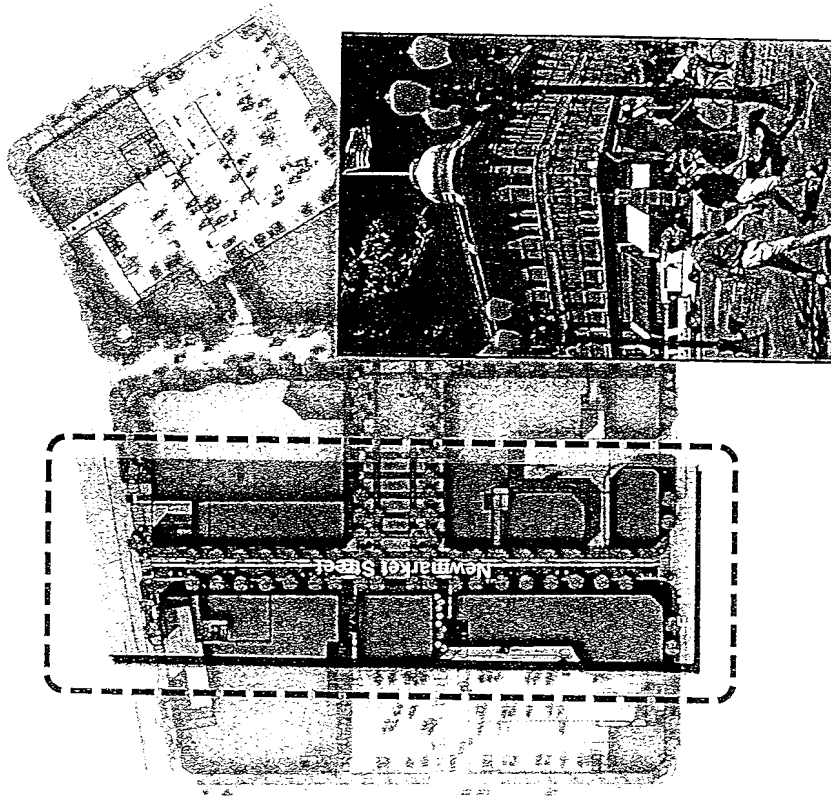
Section 2.1

Design Districts



Newmarket Street

Newmarket Street has been specifically designed for "flexibility" to accommodate several community event scenarios that can be quickly and easily implemented by the City of Rockville, and as a result, change the character of the street. In the event of an extended cafe seating scenario or a special situation like a farmer's market or other event, the parallel parking lane and the sidewalk can be "converted" to adapt to these situations. A "curbless" condition on one side of the street will allow for the implementation of any of these scenarios with a minimum of effort. Bike lanes have also been integrated into the street design to encourage the use of bicycles as a mode of transportation in the Town Center.



Rockville Town Square

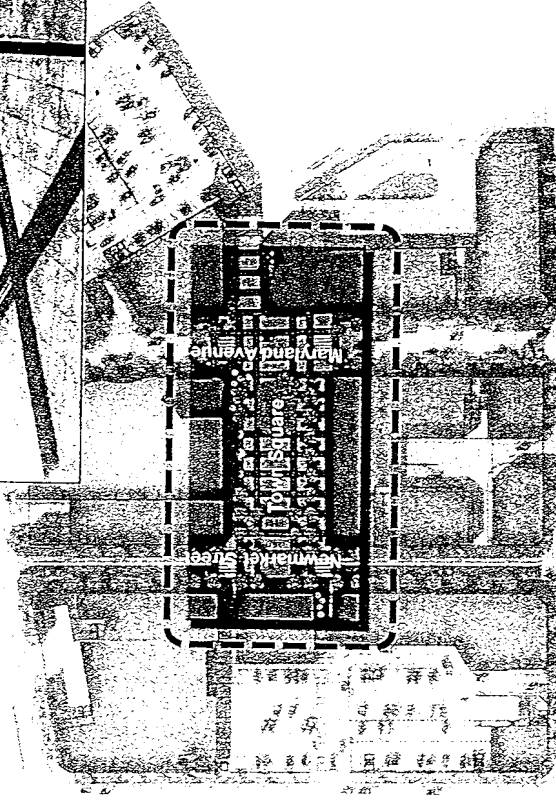
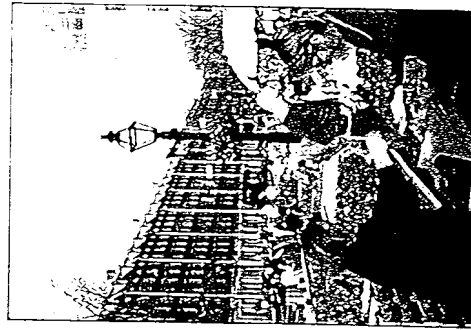
Newmarket Street

Section 2.2

Design Districts

Town Square

The Town Square at Rockville Town Square will be the focal point of the development. It will provide a community gathering "place" for special events and arts-related activities such as Hometown Holidays, Spirit of Rockville and others, but will also be a permanent part of the Rockville "neighborhood" that residents will make a part of their daily lives as they eat, relax and play



Town Square

Section 2.3

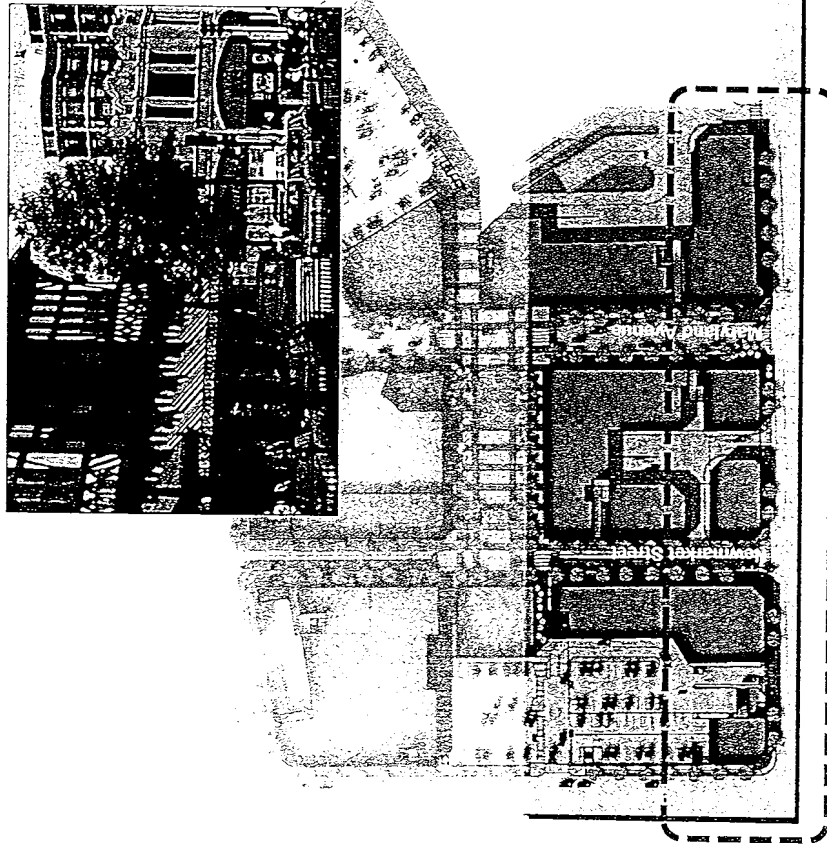
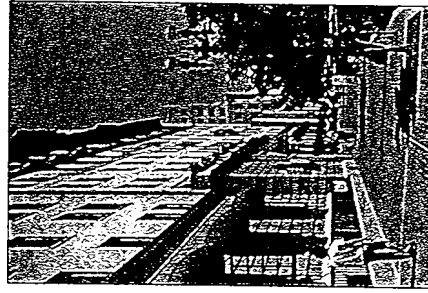
Rockville Town Square

Design Districts



East Middle Lane

E. Middle Lane lies at the southern edge of this development, and is intersected at two points by Maryland Avenue and Newmarket Street. At street level, storefronts will figure prominently into the façade design, and above, multi-level residential with internal parking structures will be architecturally integrated into the overall facade design. A generous sidewalk with an amenity zone will stretch out along the length of the street to provide a comfortable shopping experience.



E. Middle Lane

Section 2.4

Rockville Town Square

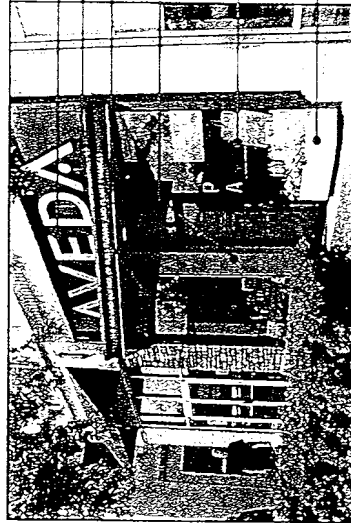
Great Storefronts

Lessons in Success

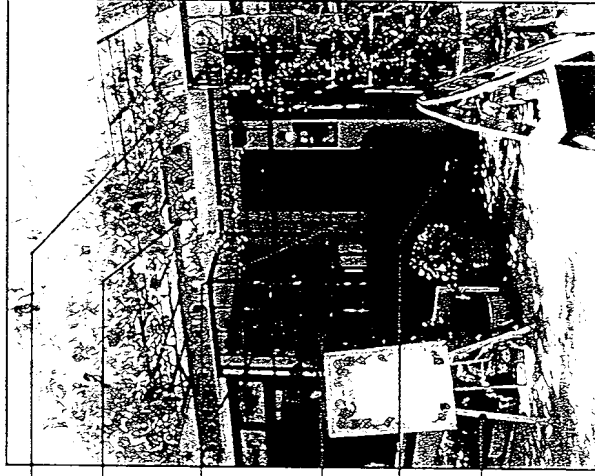
Getting the consumer's attention is always the ultimate challenge, but this endeavor does not need to be a guessing game when it comes to executing your physical presence at Rockville Town Square. "Great storefronts" are built from the ground up with layers of elements that work together to entice customers to look closer, and hopefully, come inside. On most storefronts, some of the layers are evident, and make for a "good" storefront, but with a few additional layers, these storefronts could be "great". At Rockville Town Square, we are striving for "great storefronts".

The lessons illustrated on this and the following sheet are meant to help separate and identify layers that have proved to work in combination to create "great storefronts". The storefronts as shown are "good", but could be "great" with an additional layer. The possibilities for successful creative combinations are endless.

Lesson #1



Storefront A



Storefront B

- 1. Landscape integrated into the storefront
- 2. Bold sign & logo graphics that are visible from afar
- 3. Integrated into canopy
- 4. Perpendicular to the path of pedestrian traffic
- 5. Located vertically around door
- 6. Storefront maximizes glass and maximizes view into store
- 7. Landscape integrated into the storefront

Storefront A + Storefront B

=

A Great Storefront

Great Storefronts

Rockville Town Square

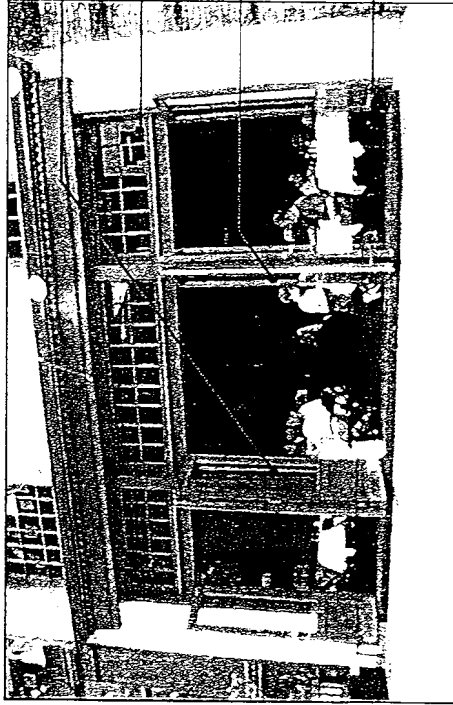
Section 2.1

Great Storefronts

Lesson #2



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TRUST



Storefront C

Flexible storefronts with a series of french doors (preferred in restaurant situations)

Windows with detail and character where visibility is not a concern

Field color to be the sign and identity of the store, distinctive color schemes to appear different from other buildings and stores

Holistic design approach to individual storefronts

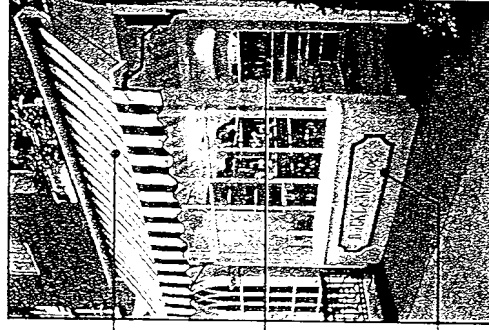
Storefront C + Storefront D

=

A Great Storefront

+

- ✓ Increased Traffic
- ✓ Higher Sales
- ✓ Fiscal Success



Storefront D

Ice tractable awnings made of high quality materials, with open ends to protect merchandise from sun

Storefront is recessed to provide protection from weather clearance for pedestrian traffic and an opportunity for corner bay windows

Sign, logo and graphics that are integrated into the storefront design not just applied

Great Storefronts

Section 3.2

Rockville Town Square

Anatomy Of A Sidewalk



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RAILWAY
INVESTMENT
TRUST

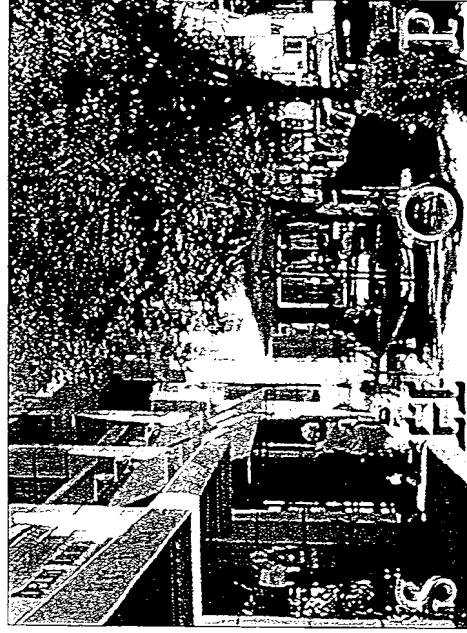
A Formula for Success

While overall design quality is expected within the tenant space, the connection of the store to the street is equally important, and will be key to the overall quality of the project. The storefront is responsible for contributing to the Rockville Town Square environment 24 hours a day, and the streetscape, landscape, lighting, etc. are an integral part of that formula.

That is why in considering great urban places, there is nothing more important than understanding the sidewalk. Whether considering a town square, village green, urban plaza or other public place, great urban places usually start with successful sidewalks, because the sidewalk is the basic molecule of great streets and urban places. It is the primary social and spatial connection that ties all other uses, including retail, together.

To fully understand successful sidewalks, it is important to first recognize that there are four distinct zones of experience in a typical commercial sidewalk system. Each zone has its own requirements and peculiar circumstances, but all four zones work in concert to create a great street. Clearly, the omission of just one of these zones will make for a less successful sidewalk experience.

This theory has been developed by Street-Works, and is referred to as the **S.H.O.P model** (descriptions of each zone follow on the next page).



The S.H.O.P. Model:

S	Storefront Zone
H	Halway Zone
O	Outside Zone
P	Parking/Pedestrian Zone

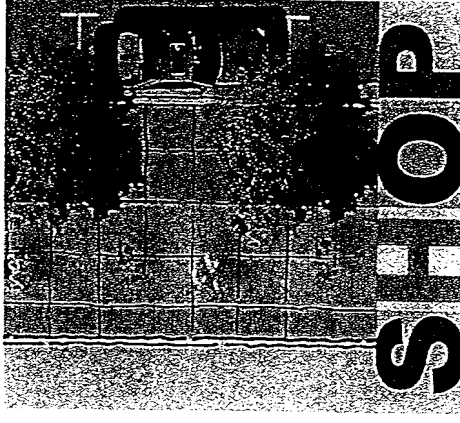
Anatomy Of a Sidewalk



The S.H.O.P. Model

Some of the key considerations for each of these zones:

- **Storefront Zone:** There are two primary considerations for the Storefront Zone:
 - 1) Maximize the exposure to the merchandise perpendicular to the flow of pedestrian traffic. This is accomplished through the use of bay windows, blade signs and merchandise devices on the sidewalk.
 - 2) Create 'friction' (interest) along the storefront by extending the merchandise experience beyond the storefront. It takes from six to twenty feet for people to adjust their perceptions inside a store and begin noticing the merchandise. Most stores can't afford to lose their first six feet.
- **Parking/Pedestrian Zone:** The two key experiences offered in the Parking/Pedestrian Zone (parked cars) are:
 - 1) A safe barrier between moving traffic and the meandering pedestrian, and...
 - 2) A safe barrier from which to allow a common shopping maneuver, jaywalking. With this in mind, always incorporate parallel parking at the curb side. It is important to remember that curb side parking is a key ingredient to a great sidewalk.



- **Hallway Zone:** The 'walking' portion of the sidewalk is known as the hallway zone. This area acts like a hallway down the middle of the merchandise. Cafes or property line issues shouldn't force the circulation anywhere but next to the storefront. Also, by making the pedestrian width slightly smaller than required will make the area seem busier. This zone should not be more than eight feet unless otherwise required in the use permit to achieve this effect.

- **Outside Zone:** This is the area between the walkway and the street curb, and should be considered as an 'outdoor' room. This 'room' should feature urban amenities such as cafes, kiosks, bicycle racks, benches, planters and fountains. Great trees, however, are the most important element required here to provide a sense of enclosure, and make the space feel like a room.

Anatomy of a Sidewalk

Section 3.4

Rockville Town Square

Typical Design Zone

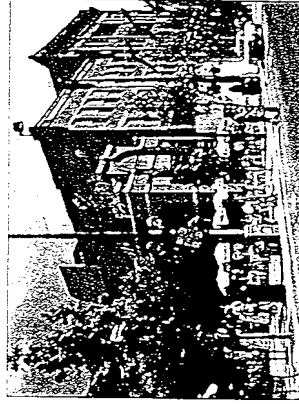


The Typical Design Zone refers to most of the street-level storefront areas throughout Rockville Town Square. These areas are primarily located along Maryland Avenue, Newmarket Street and East Middle Lane. Storefront areas located on the Town Square, and within Via connections will be addressed separately. For reference, general architectural characteristics of each area follow:



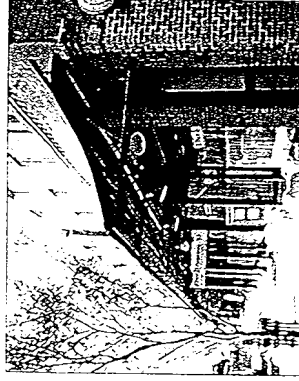
Maryland Avenue

- Literal extension of the Square
- High quality retail with larger scale retail architecture
- Clear connection to parking
- Building facades are broken into small segments with a "tight" connection to the street
- Rooftop elements as part of architecture
- Urban elements:
 - occupiable balconies
 - generous sidewalks
 - higher degree of landscaping



Newmarket Street

- Retail "charm" through the use of small scale architecture
- Most urban, more intimate scale
- Building facades are broken into small segments with a "tight" connection to the street
- Emphasis on linear roof-line details and roof types
- Higher level of architectural detail
- Urban elements:
 - french balconies
 - shutters
 - special effect lighting
 - bollards



East Middle Lane

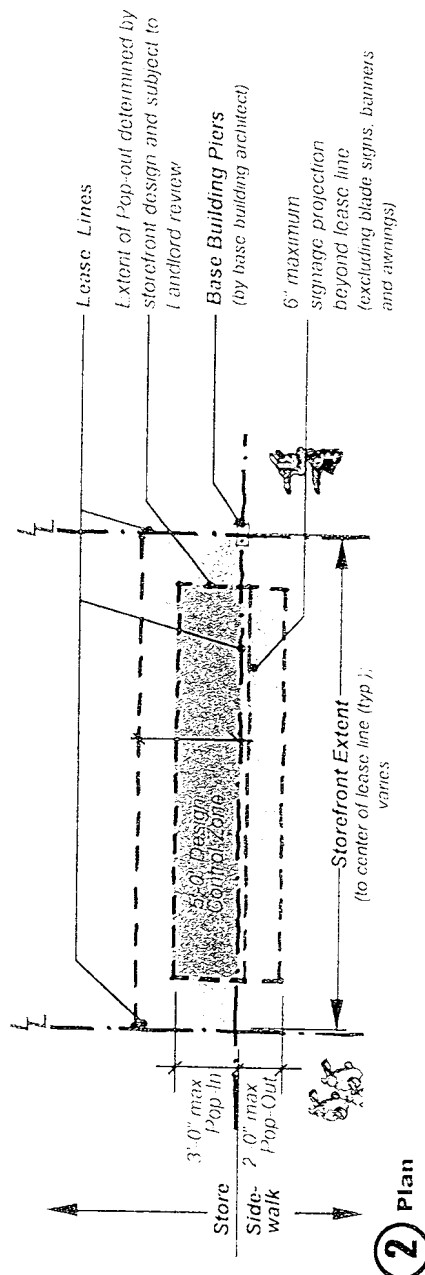
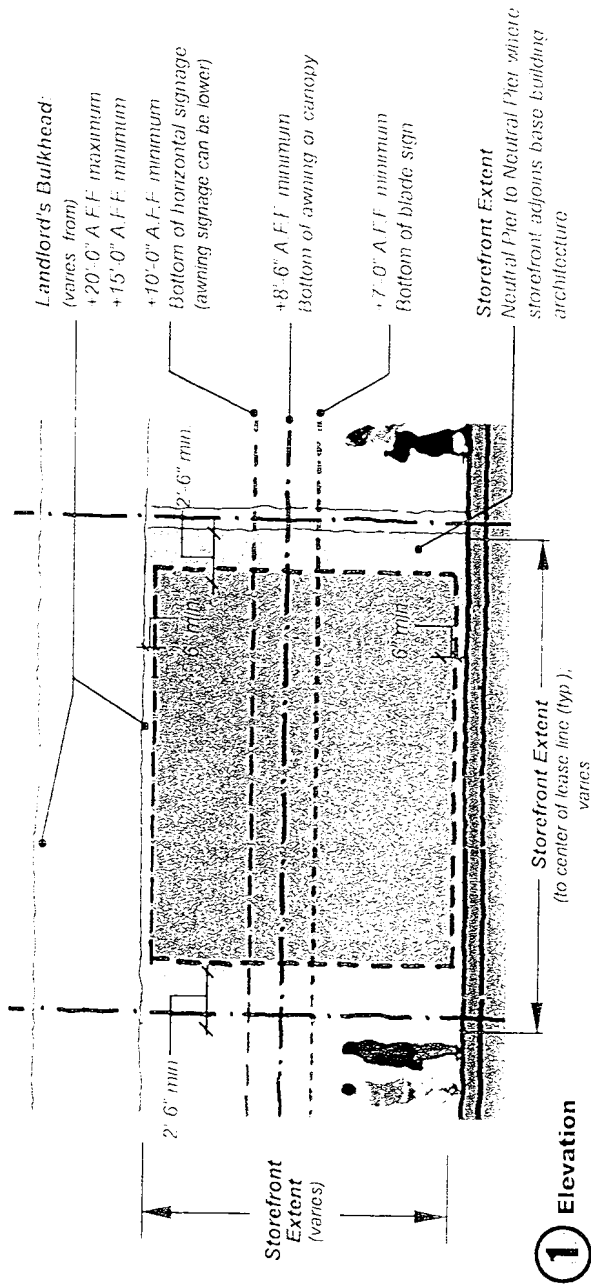
- Similar to Maryland Avenue scale
- Quality retail interpretation
- Building facades broken into segments (not to same degree as Maryland and Market)
- Layer of architectural detail
- Urban elements:
 - generous sidewalks
 - landscaping and streetscape elements

Typical Design Zone

Rockville Town Square

Section 4.1

Typical Design Zone

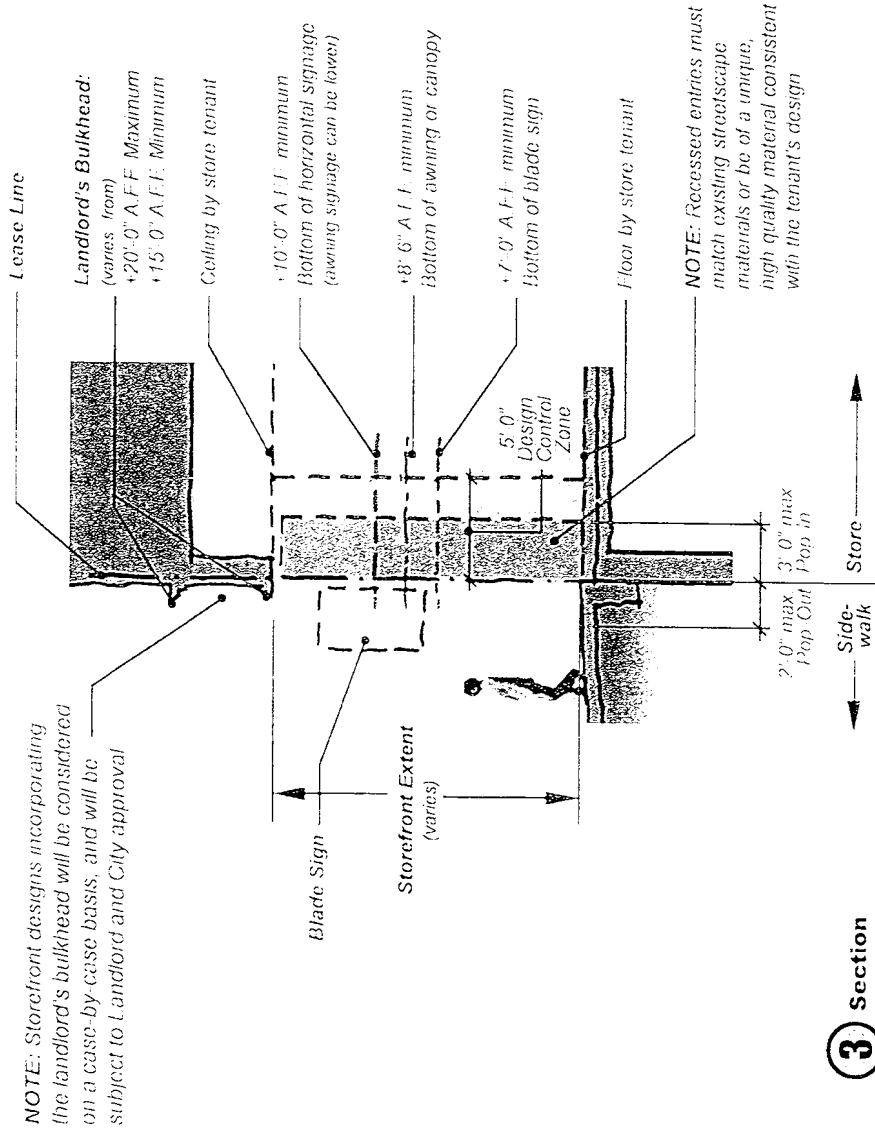


Typical Design Zone

Rockville Town Square

Section 4.2

Typical Design Zone



Typical Design Zone

Section 4.3

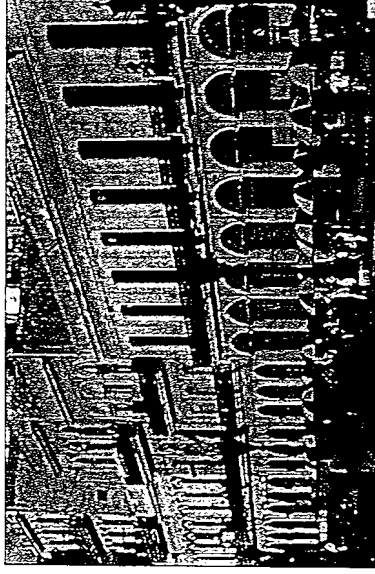
Rockville Town Square

Town Square Design Zone



The Town Square Zone refers to the retail areas in buildings with primary storefronts on the Square. The building's architectural framework of piers and spandrels provides boundaries for storefronts that are side to side and top to bottom. The architecture allows creative and diverse storefronts to exist within this framework, energizing the Square as an urban, pedestrian gathering place. Since most of these Tenants will be food and beverage providers, a variety of exterior seating, umbrellas, and demising devices will be considered to enliven the foreground of the storefronts.

- The storefront should maximize the use of color awnings and signage to identify the retailer
- Storefronts are required to have an overall transparency of 50%. In addition, it is recommended that the frontage between 3' and 8' feet from grade be at least 80% transparent.
- Tenants with walls or elevations on the first floor of the Square shall have at least one entrance on the Square and the appearance of retail frontage along the balance of the building on the Square. These are minimum requirements; additional entrances and/or exits may be required by code
- Restaurants are encouraged to use flexible storefronts (i.e. retractable doors; see Storefront C, Section 3.2)



Rockville Town Square

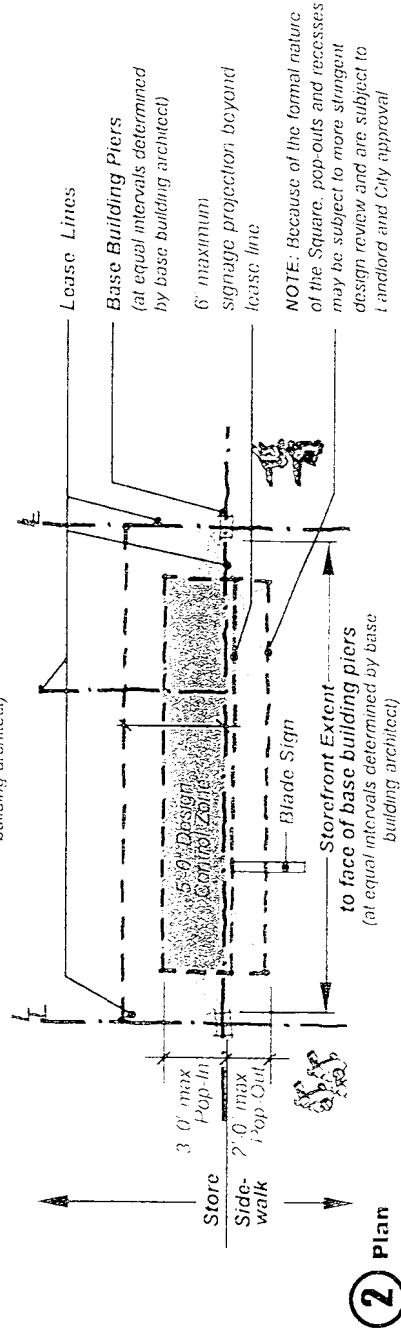
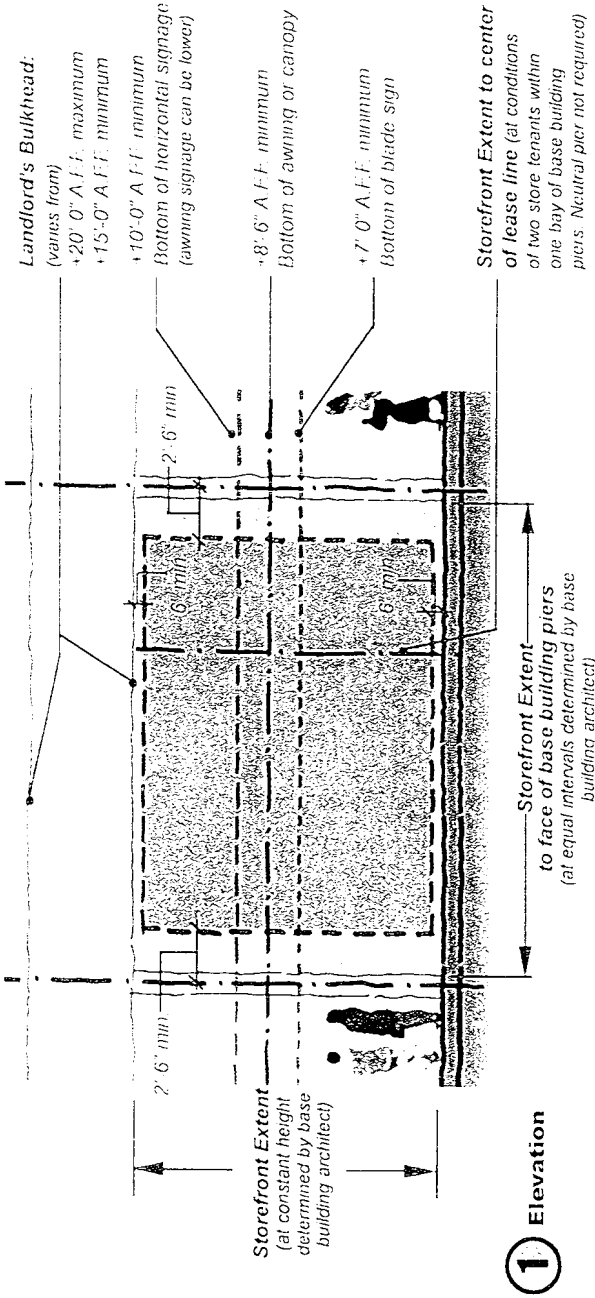
Town Square Design Zone

Section 4.4

Town Square Design Zone



FEDERAL
RESERVE
BANK OF
ATLANTA

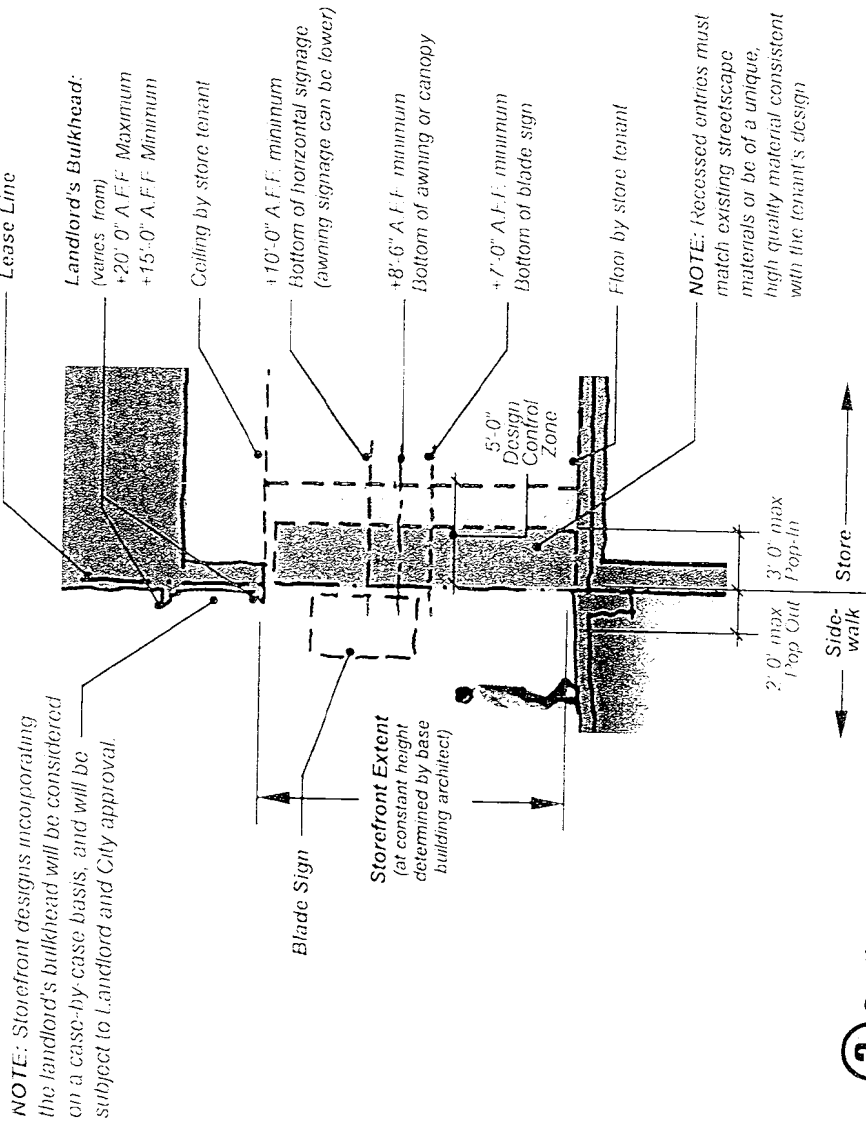


Town Square Design Zone

Section 4.5

Rockville Town Square

Town Square Design Zone



3 Section

Town Square Design Zone

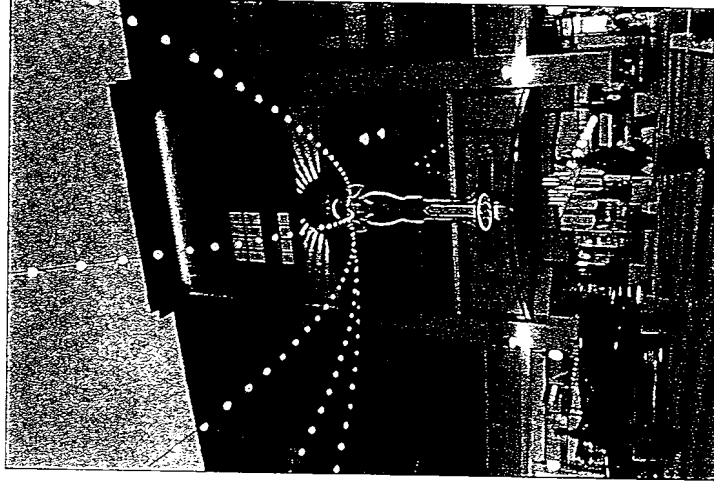
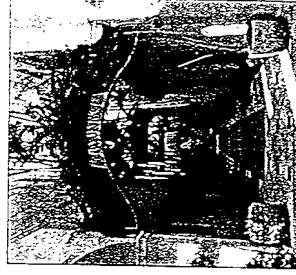
Section 4.6

Rockville Town Square

Via Design Zone

The **Via Zone** is the area that acts as a physical pedestrian connection that provides access to the streets and sidewalks from parking areas located behind buildings. Vias should also:

- Have storefronts or restaurants facing them. If possible, in addition to entries on primary street, storefront entries should open to vias with some glass coverage for visibility.
- Be designed to accommodate cafe seating.
- Exhibit an increased level of detail for paving, lighting, landscape and architecture around and within the via
- Have a distinct character to help with orientation such as a "name" or unique decorative treatment such as a special paving pattern



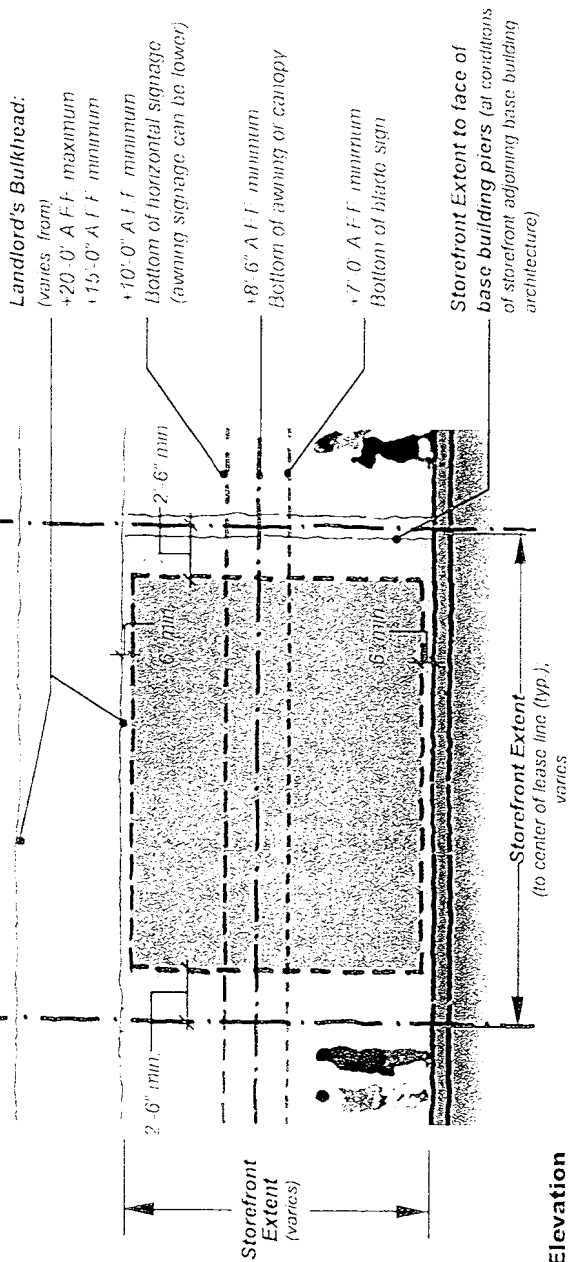
FEDERAL
RESERVE
BANK OF
NEW YORK

Via Design Zone

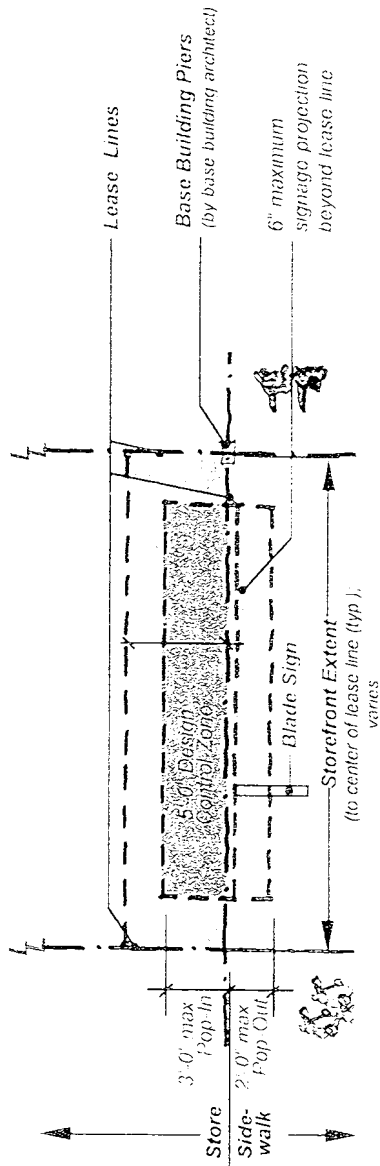
Rockville Town Square

Section 4.1

Via Design Zone



1 Elevation



2 Plan

Via Design Zone

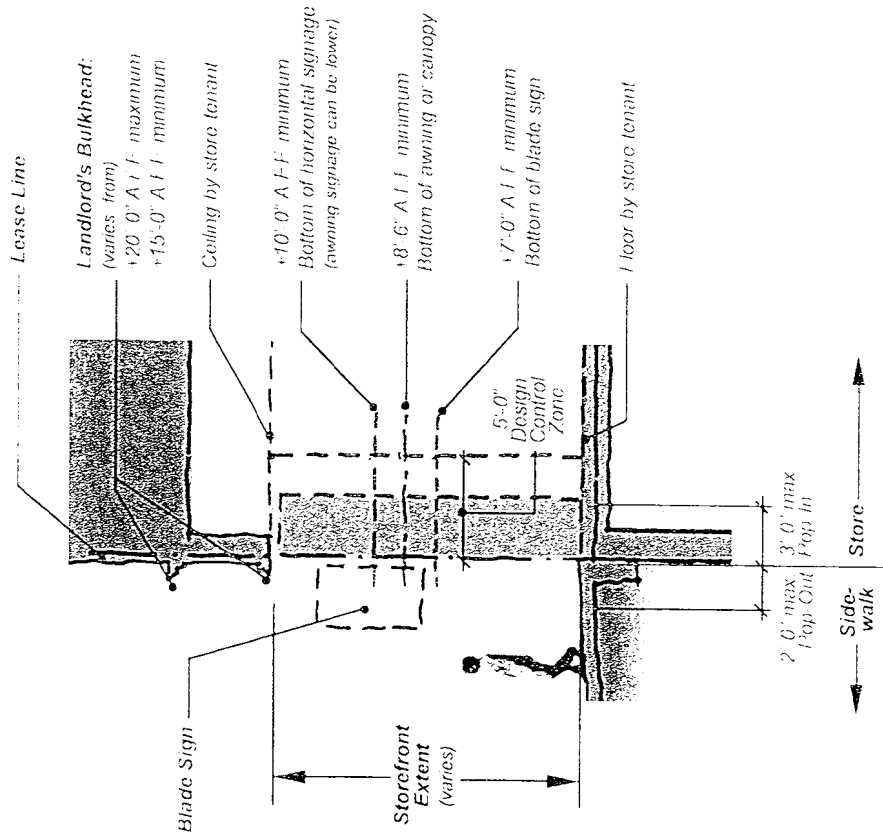
Section 4.8

Rockville Town Square

Via Design Zone



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INVESTMENT
TRUST



3 Section

Via Design Zone

Section 4.9

Rockville Town Square

Storefront Components

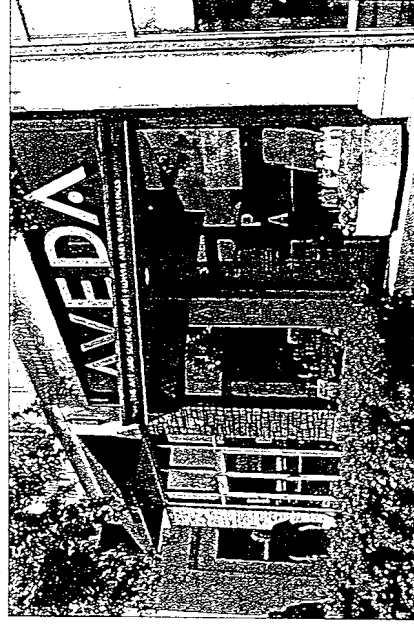


FEDERAL
RESERVE
BANK OF
ATLANTA

Great retail streets are comprised of great retail storefronts. As a part of the public space, storefronts are a critical component of a street's vibrancy and character. The Landlord and City encourage a variety of unique and engaging stores to collectively form a great retail street. First and foremost, creativity is strongly encouraged. This criteria is established less as a set of rules, but more as a benchmark, or starting point, for making exciting storefronts. In addition to storefront design, retailers can actively contribute to their location's streetscape. Elements such as awnings, planters and outdoor seating increase visibility, enhance connections to the sidewalk, and create interest.

- **Storefront Character**
- **Material & Color Palette**
- **Storefront Materials**
 - Wood & Metal
 - Stone, Cast Stone & Concrete
 - Plaster & Tile
 - Discouraged Materials
- **Entries & Doors**
- **Windows & Glazing**
- **Pop-Out & Recessed Zones**
- **Security**

- **Lighting**
 - Exterior Lighting
 - Incandescent vs. Fluorescent
 - Interior Display Lighting
- **Canopies & Awnings**



Rockville Town Square

Storefront Components

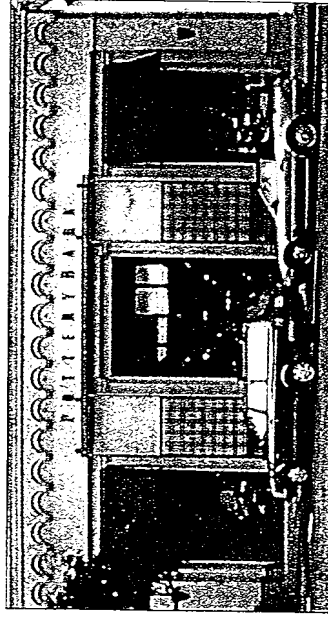
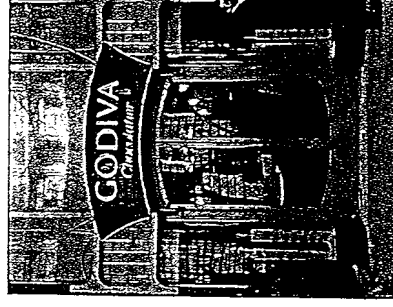
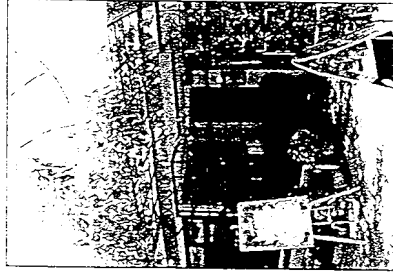
Section 5.1

Storefront Character



All retail tenants will have the opportunity to design and install their own storefronts as a way to express their individual identity and positioning provided they observe the minimum guidelines noted below:

- Storefronts should be "individual" expressions of a tenant's identity and may not rely exclusively on typical corporate prototype designs
- Storefronts should be integrated with the DCZ (Design Control Zone).
- Tenants will be encouraged to avoid cookie cutter representations of their identity and to create an expression that is complementary to the Town Square architectural vocabulary.
- Tenants will have the opportunity to use side walks as a part of their presence on the "street" i.e. a 2' wide merchandising zone allowance from the shell facade toward the street (except at storefront pop-outs)
- Tenant's storefront construction should be of the highest quality and craftsmanship. Tenants are encouraged to use real, durable materials in the interpretation of their identity.
- Store color palettes should take into consideration the overall color palette of Rockville Town Square and strive to complement or integrate some of those colors.
- Select tenants will be allowed to express their identity beyond the facade in the form of awnings, flower boxes, etc.



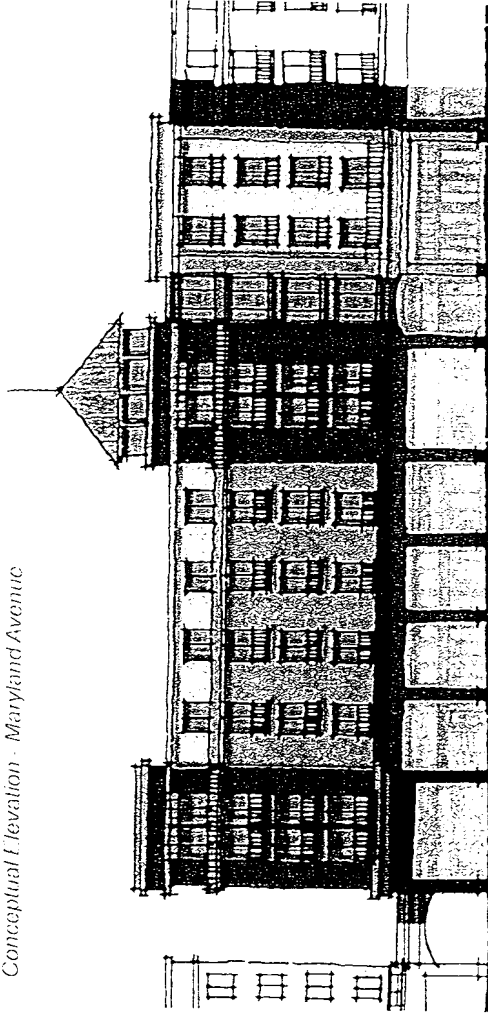
Storefront Character

Rockville Town Square

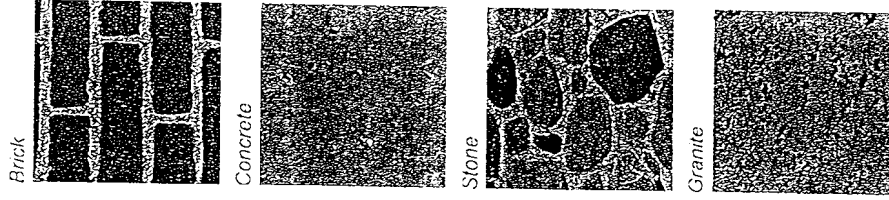
Material & Color Palette

Color Palette Reference - Rockville Town Square

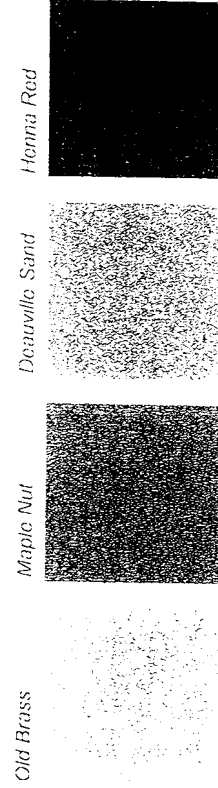
Conceptual Elevation - Maryland Avenue



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TRUST



Warm color palette of complementary colors that are sensitive to the natural materials prevalent in the area and materials of the base building. These include, but are not limited to the examples on this sheet



Material & Color Palette

Rockville Town Square

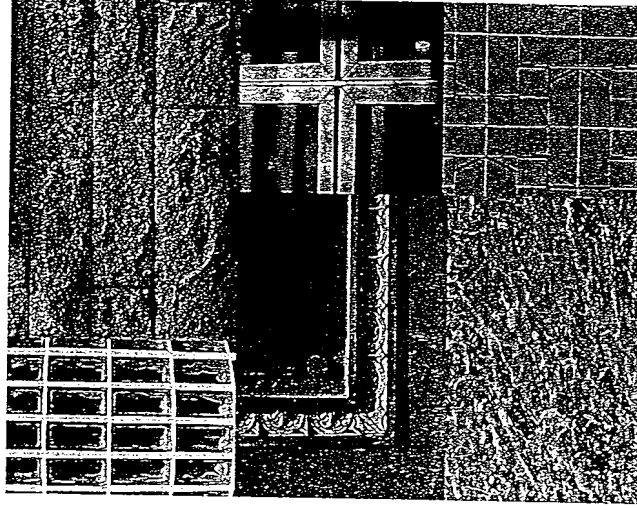
Section 5.3

Storefront Materials



The approach to storefront design should be to create the highest quality level possible with an emphasis on user-friendly materials. With this in mind, the overall objective in developing the exterior storefront design is to specify "real" materials at the pedestrian level of each building. A variety of masonry materials such as brick, stone and architectural pre-cast are suitable materials. Craftsmanship should be valued. Masonry detailing, molding, finished metals, glass enhancements and high quality paint treatments will all contribute to a successful retail environment. The minimum recommendations, noted below, outline some of the specifics when considering materials for storefronts:

1. Construction detail and finish should adhere to craftsman's standards
2. Focus should be on window design to create a visual connection between the interior and exterior.
3. Recommended materials are architectural pre-cast, wood, metal, brick stone, glass and concrete as well as plaster
4. Acceptable materials are durable smooth exterior grade woods such as oak, redwood, and poplar
5. Durable materials are especially critical at street level where pedestrian contact will be considerable, consequently, these types of materials are required below 8' 0" A.F.F. on the storefront. E.F.S or similar materials not permitted below this dimension.
6. Storefronts should be pre-dominantly glass to provide views into the store, but glass should not be the exclusive material.
7. Materials should be authentically portrayed and code compliant.



Wood & Metal



Wood

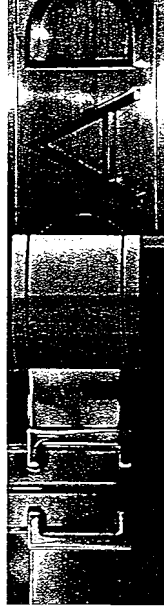
Painted or stained wood may be used in many design applications, such as window frames, decorative trim or molding, and for solid areas, such as decorative bulkheads. In some cases, it may be used for larger architectural elements such as columns and entablatures. Wood paneling and plank construction are discouraged unless presented in a highly imaginative manner, and approved by the Landlord and City.



- 1. All detailing and construction is to be executed in a high quality, craftsman-like manner.
- 2. Wood used in the construction of the storefront should be kiln-dried, mill-quality hardwood.
- 3. Painted wood should have a shop-quality enamel finish.
- 4. Wood without a paint finish should receive a clear, preservative sealant.
- 5. Acceptable materials are durable, smooth exterior grade woods such as oak, redwood, and poplar.

Metal

The gauge, detailing and finish of all metal surfaces should be of high quality, and considered for exterior wear purposes. Metals such as shop-painted aluminum and steel, stainless steel, solid brass, bronze, pewter, or enamel coated steel may be used for hardware, trim and panels when well designed and detailed.



- 6. Fabrication must be either heavy gauge material or thinner gauge material shop-laminated to solid backing.
- 7. Sealants on natural metals are required to prevent tarnishing.
- 8. Textured or brushed stainless steel, galvanized, sand-blasted and etched metals are encouraged.
- 9. Unique treatments such as patinas, rusted, etched and imprinted metals will be considered for special design objectives.
- 10. Polished metals should be solid, not plated and limited to accent trim.

Wood & Metal

Section 5.5

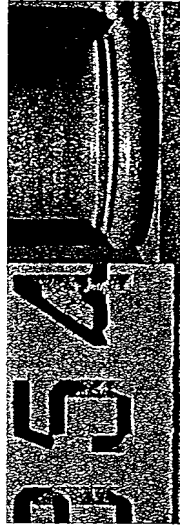
Rockville Town Square

Stone, Cast Stone & Concrete



Natural Stone

Granite, marble, limestone, slate, and other natural stone materials may be used in storefront applications. The stone may be polished, un-polished, sand-blasted, flamed, honed, split-face or carved. Careful, craftsman-like attention to detail should be paramount at all connections and transitions to other materials.



- The transition between stone and adjoining materials should be defined by use of metal reveals or controlled caulk joints.
- Edge details should prevent visible unfinished edges
- Stone used as paving material should be flush when meeting other flooring materials
- Natural stone should be protected against staining and discoloration by means of sealers appropriate to the material

Cast Stone and Concrete

Gypsum Fiber Reinforced Concrete (GFRC) and similar products are an economic way to add shapes and unique detail to the storefront design. With a wide variety of standard and custom architectural forms, details and embellishments are attainable at a fair price.



- GFRC or a similar products can be painted, or integrally colored, and should receive an appropriate protective sealant.
- Architectural pre-cast concrete may be left natural if finish is smooth and even in color and appropriate to the storefront design concept.

Plaster & Tile



Plaster

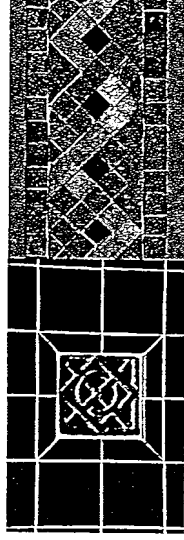
Plaster and cement plaster (stucco) finishes may be considered for storefront applications, provided the finish texture is a light dash, sand or smooth finish.



- Plaster and stucco finishes should be used in combination with other high quality materials and should not be the primary storefront material.
- Stucco, plaster, Ulf S and similar materials are not permitted below 8'-0" AFF on the storefront

Tile

Tile may be used as an accent to the storefront design. It can be used to create a pattern or intricate mosaic field to add a sculptural quality, or as a band of detail similar to those found on some terra cotta buildings.



- Porcelain, ceramic or glass tiles in glazed or natural finishes may be used as accents and in limited field applications.
- Patterns used over large areas should have a sophisticated, well-executed design concept.
- Small and intricate mosaic tile patterns may be utilized for detail and accent only
- All tiles should be carefully detailed at outside corners with bullnose edges or special corner trims

Plaster & Tile

Section 5.7

Rockville Town Square

Discouraged Materials



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TRUST

The following materials are strongly discouraged for storefront materials:

- Plastic and Metal Laminates
- Acrylic
- Plastics
- Smoked or Tinted Glass
- Anodized or Mill Finish Aluminum
- Simulated Materials
- Interior grade Materials and Wall Coverings
- Distressed or Sandblasted woods
- Rough-Sawn Woods and Shakes
- Mirror
- EIFS (Can be used above 8'-0" AFF)

Rockville Town Square

Discouraged Materials

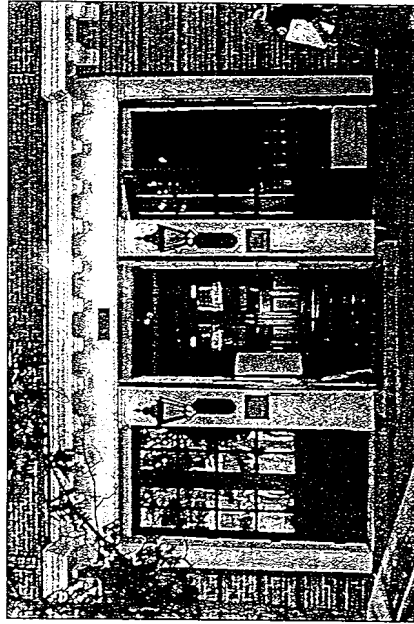
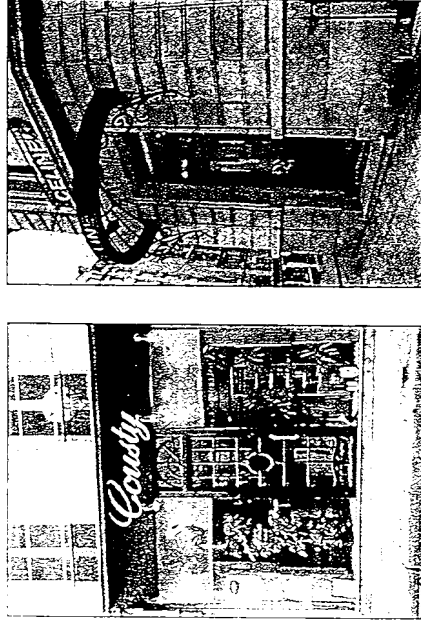
Section 5.8

Entries & Doors



The placement of doors and their designs are an integral part of the storefront design because they establish a clear point of entry to the store. Creative uses for entry doors should be explored as a connection to the street. Restaurants especially should use doors to open interior seating spaces to the outside cafe seating on the sidewalk.

- Tenants are encouraged to use transparent or semi-opaque doors as opposed to solid doors to help blur the division between the inside and outside of the store, making the sidewalk an extension of the store.
- Doors should be of a material appropriate to the storefront design concept including natural, painted or stained woods, polished, finished or painted metals, and glass or any combination thereof.
- Suggested door types include single leaf (pair or multiple leaf doors), accordion fold, off set, pivot hinged, decorative gate types and dutch doors. Doors must swing within tenant's designated lease area and can include the 2' expansion zone. However, they can never impede the flow of pedestrian traffic.
- Underside of entry soffits must be finished to match storefront material.
- Roll-down security doors and security gates **will not be permitted** in order to preserve a pleasant after hours atmosphere.



Entries & Doors

Section 5.9

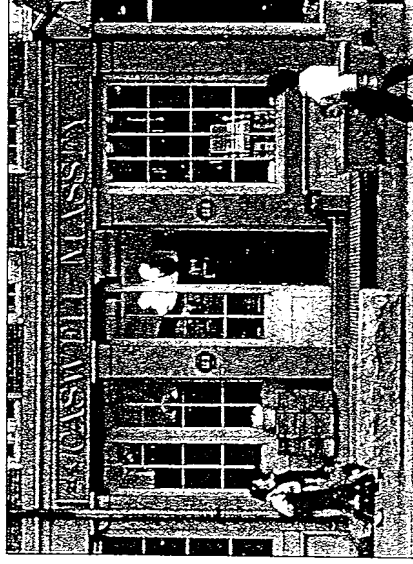
Rockville Town Square

Windows & Glazing

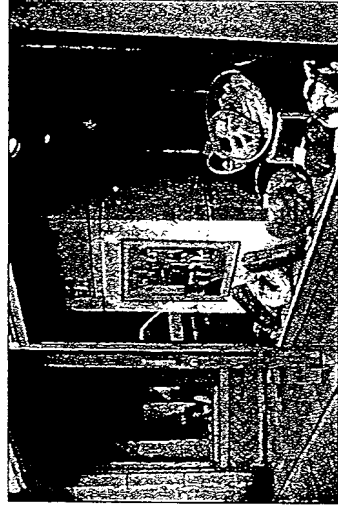


The use of glazing in retail storefronts creates an important connection between the interior and exterior environment, and allows for effective window shopping and merchandising opportunities. Glazing elements also play a key role in establishing the quality of public space. Carefully conceived glazing design will benefit retailers, consumers and the public environment establishing an atmosphere of transparency and vibrancy

- To maximize visibility into the retail space, storefronts in Rockville Town Square should reflect a minimum of 50% glazing on the street side with a minimum of 75% glazing on storefronts facing Maryland Avenue, Newmarket, Vias and Middle Lane
- Operable windows (or doors) may be used to create a greater connection between the inside and outside, and are strongly encouraged for restaurants
- Stained, leaded, etched, beveled, tinted, glass block and other types of innovative glazing are encouraged. All glass should be tempered in accordance with code.
- Glass panel joint details must be of the highest quality. Glazing edges may be polished, ground or chamfered. Glazing channels at corner conditions should be mitered
- Fenestration members can define interesting patterns in the glazing and should be of the same quality as the rest of the storefront. These members can be natural, painted or stained wood, painted or polished metal



Pop-Out & Recessed Zones



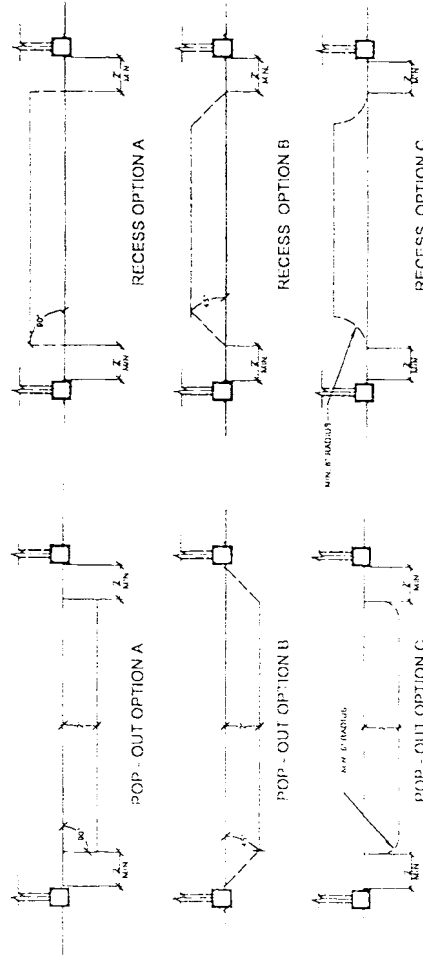
Storefronts may include projections and recessed areas for articulation purposes. At the Landlord and City approval, Tenants may be allowed to 'push' their storefronts beyond the designated lease line into the 2' storefront expansion zone. Tenants may also elect to recess the entry of their stores to create an enticing area to draw customers in.

In either one of these cases, special attention should be paid to the flooring materials used in these zones:

- Should match existing hardscape or be of unique, high quality materials that are consistent with the Tenant's design
- Should incorporate rated non-slip materials

To avoid a line of repetitive pop-out and recessed zones, the Landlord and City reserves the right to make the final determination on the use and location of pop-out zones and recessed areas. No more than 50% of a street frontage may use a pop-out

The following illustrations are examples of possible pop-out and recessed configurations, but tenant's are not limited to these options:



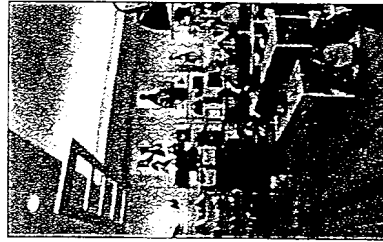
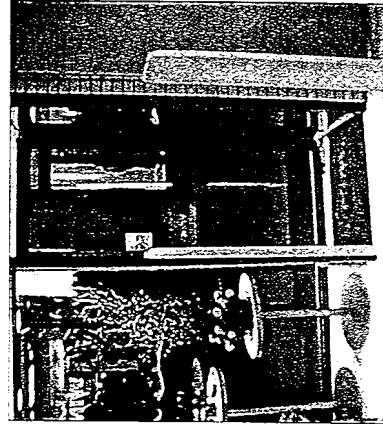
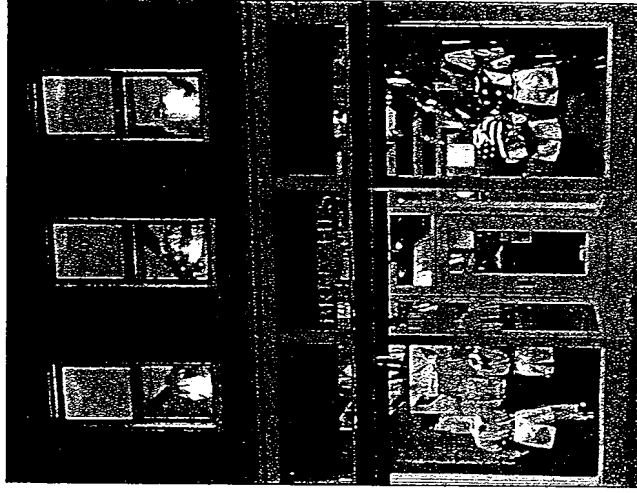
Security



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BANK OF
MINNEAPOLIS

Security is important to both retailers and customers in Rockville Town Square, so adequate measures should be incorporated into the storefront design as long as they don't compromise the quality and atmosphere of the pedestrian environment. All security devices should be concealed or be aesthetically pleasing in size, shape and finish.

- Electronic equipment, such as pedestal-style theft monitors that are located adjacent to the tenant's entry should be concealed within interior architectural elements or be integral to the storefront construction
- Re-tractable window grates or overhead grilles are not allowed as a security device after store closing so that the Landlord can maintain a pleasing after hours' atmosphere



Security

Section 5.12

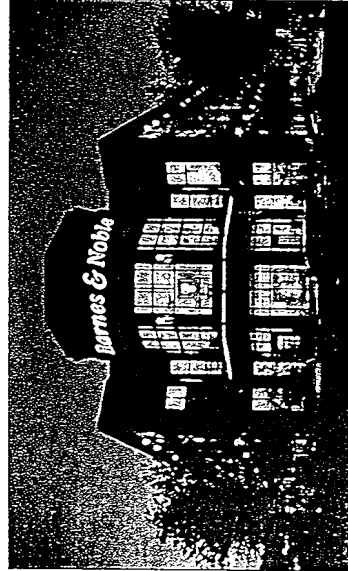
Rockville Town Square

Exterior Lighting



The quality of light is important to the atmosphere and safety of the streets, and contributes to the overall success of a neighborhood. Night lighting will help to animate Rockville Town Square, prolong street life during evening and after business hours, and increase pedestrian safety. The minimum recommendations noted below outline some of the specifics for incorporating lighting into storefronts:

- Storefront facades, recessed doorways, outdoor spaces and passageways should be lit.
- Sign lighting, including flat-mounted signs, blade and banner signs must be lit with concealed lighting or from above with downlighting (see detailed information on Illuminated Signage in Section 6.14 and Section 6.16)
- Canopies and awnings may be lit from above to highlight tenant identity or signage, and **may not** be internally lit
- Limited amounts of neon tube lighting or halo lighting may be considered if it supports the Tenant's identity and meets with the approval of the Landlord and City.

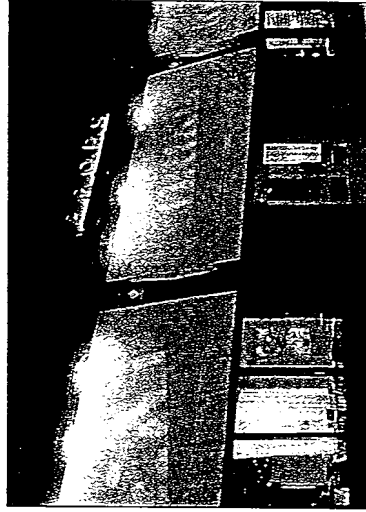


Incandescent vs. Fluorescent



Incandescent Lighting

- Incandescent lighting in the form of recessed downlights or track lighting should be used within the Design Control Zone (The first 3' within the store and the first 2' outside of the store).
- Low voltage lighting, recessed or surface track, is recommended for high visual impact on merchandise
- Pendant mounted track fixtures may be used as general lighting especially as part of a Tenant's identity



Fluorescent Lighting

- Fluorescent lighting is **not** permitted in the Design Control Zone (The first 3' within the store and the first 2' outside of the store).
- Fluorescent fixtures, if visible from common or public areas, should be recessed and should employ parabolic louvers. White acrylic eggcrate or acrylic prismatic lenses are not permitted except in Tenant's storage area.
- Fluorescent fixtures should be a maximum size of 2' x 2'; standard 2' x 4' fixtures are not permitted in the sales area
- Bare lamp fluorescent fixtures are not permitted in areas visible to the public.



Specific Lighting Criteria



- All exterior and interior lighting shall be a minimum of 80 CRI (Color Rendering Index)
- All exterior and interior lighting shall be a minimum of 3000K (Color Temperature)

Specific Criteria for Storefronts

- Light levels (illuminance levels) shall not exceed 100 foot candles (1000-lux), and shall be at least 60 foot candles (600-lux) for storefronts.
- Contrast ratios (luminance ratios between any part of the store and the adjacent public surfaces and/or adjacent storefronts) shall not exceed 15:1.

Specific Criteria for Interiors

- Light levels (illuminance levels) shall not exceed 100 foot candles (1000 lux), and shall be at least 60 foot candles (600-lux) for storefronts.
- Contrast ratios (luminance ratios between any part of the store and the adjacent public surfaces and/or adjacent storefronts) shall not exceed 15:1

Approved Lighting Sources

- a. Tungsten/halogen
- b. Quartz
- c. Compact Fluorescent
- d. Linear Fluorescent
- e. "White" High Pressure Sodium (CCT greater than 2500K)
- f. Limited Neon
- g. Cathode
- h. Warm MH (3000K) Open-Rated Lamps

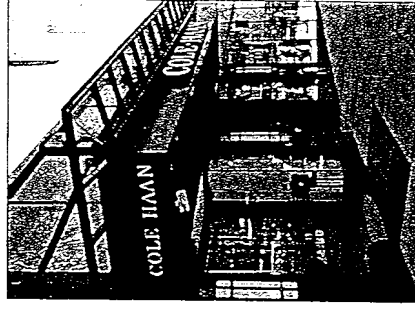
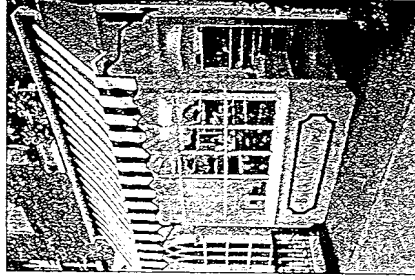
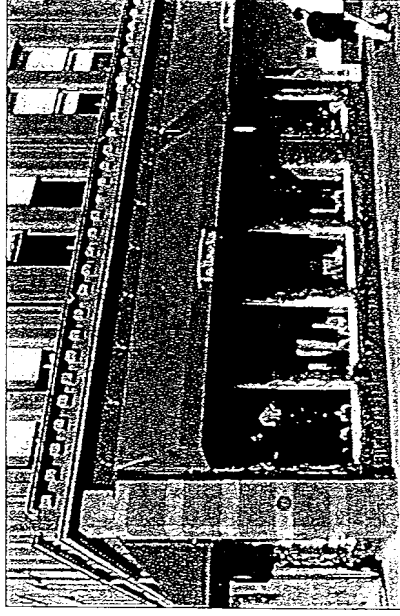
Approved Fixture Types

- a. Recessed Fixtures
- b. Track Fixtures
- c. Monopoints
- d. Two-Wire System
- e. Low Voltage Strips
- f. Socket Channels
- g. Decorative

Canopies & Awnings

An awning or canopy emphasizes the store or restaurant's entrance, provides shade for a cafe, and can carry part of a tenant's identity. They can also add texture to the streetscape, and add interest and variety to the building facade, while protecting storefront displays from sun exposure.

- Design and placement should complement the scale of the store facade design
- Should accommodate comfortable pedestrian access and sightlines (at least 8'-6" above sidewalk)
- Retractable canvas fabric awnings are the preferred type for this application. Fixed lightweight metal and glass structures are acceptable. Vinyl or plastic awnings, translucent acrylic, vinyl or synthetic mesh awnings or canopies are not permitted
- Awnings or canopy material should be of a woven fabric or other material that projects the natural appearance of canvas, metal, glass, etc. It should also be durable, fire resistant, and resistant to fade
- Canvas colors and graphics should coordinate with the architectural theme of the facade, and may be solid, striped or patterned
- Graphics and lettering may be applied to awnings and canopies, and can be painted, sewn to the surface (applique) or silk-screened from computer-generated artwork (per review of Rockville sign ordinance allowances).



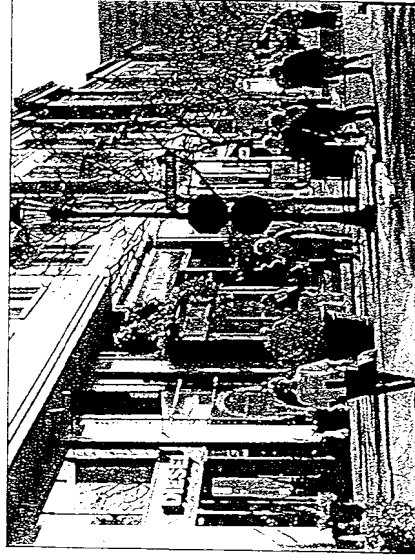
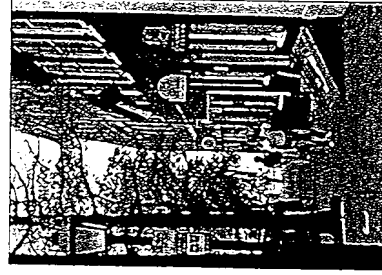
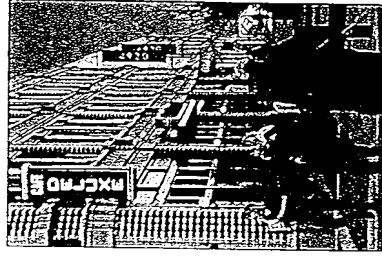
Signage & Graphics



Whether directing a driver to a parking entrance or displaying a store's name and type, Rockville Town Square's signage must be part of the neighborhood's comprehensive design strategy. Tenants are encouraged to explore a variety of diverse signage styles with the objective of integrating the design of the signage into the whole storefront design, not as an applied afterthought.

National or regional stores are specifically asked to consider the special nature of this unique environment, and look for ways to do something different and even better than is produced in other markets.

- The goal is to maintain creative consistency that distinctly identifies the tenant's identity and integrates with the storefront facade design.
- Can be in the form of a painted sign, flat sign, blade sign, window sign, illuminated or non-illuminated sign, dimensional sign, or awnings.
- Emphasis should be on durable, natural materials and quality manufacturing. Can include cast, polished or painted metal; painted, stained or natural wood; glazed and ceramic tile; etched, cut, edge lit, or stained glass; cast stone and carved natural stone.
- Tenants should strive for creativity, uniqueness and high quality graphics for the signs at Rockville Town Square.
- All signs are required to comply with the adopted Retail Tenant Sign Guidelines and are required to receive approval of a sign permit from the city.



General Storefront Criteria



General Criteria:

1. All work undertaken by the Tenant (including but not limited to shop layout, signage, lighting and displays) is subject to the prior written approval of the Landlord and approval of building permits and sign permits by the city. This must be obtained before commencing any construction.
2. All work shall be at the Tenant's own expense and should not damage the building or any part thereof. The submission of the tenancy fit-out to the building authorities must be executed by the Tenant's architect and engineers. Submission approvals must be obtained before commencement of construction.
3. All storefront construction should be self-supporting from the floor and independent of the building bulkhead. The structure above may be used for lateral support only. All structural work shall conform to local codes.
4. All storefront materials shall be non-combustible and/or fire resistant and shall conform to local applicable codes.
5. Tenants are responsible for water-tight construction, flashing, caulking, etc. as it applies to adjacent Tenants or neutral piers.

Amendment



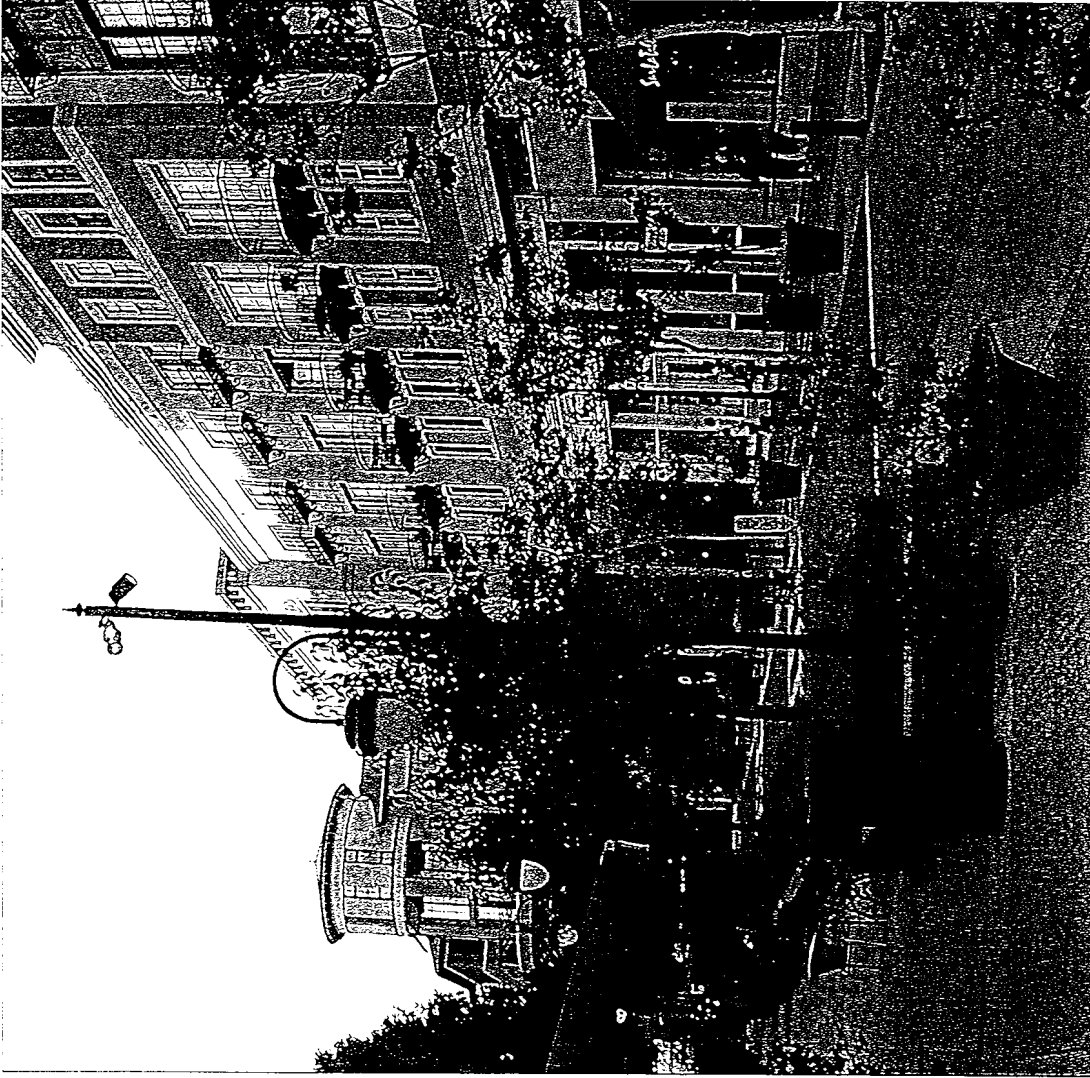
Process:

- Major amendments shall be reviewed and approved by the mayor and council
- Minor amendments shall be reviewed and approved by the Chief of Planning

Amendment

Rockville Town Square

Section 1.1



Great Storefronts at Santana Row, San Jose, CA

Rockville Town Square